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Steve Rogers, aka Captain America, led the forces opposed to the Registration Act
ATTACK PAGE A6
DEATH OF THE DREAM
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Gen. John D.
charges the
violence
retaliation
of Steve Rogers
Coates seems to

THE DEATH OF CAPTAIN AMERICA®

ED BRUBAKER • STEVE EPTING
MIKE PERKINS • ROBERTO DE LA TORRE

EDNESDAY, JULY 19, 200
DAILY BUGLE
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Steve Rogers, aka Captain America, led the forces opposed to the Registration Act
SEE ATTACK PAGE A6
DEATH OF THE DREAM
Captain America - seems to
brought an end to the
forces. Maj. Gen. John D.
Coates said that instead of
quelling violence the
surrender may have sparked
who opposed a
Registration
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EVERYONE KNOWS THE STORY OF STEVE ROGERS, THE SKINNY KID WHO GREW UP ON THE STREETS OF NEW YORK CITY DURING THE DEPRESSION...
APPL 5¢
...SEEING THE BEST AND WORST THAT AMERICA HAD TO OFFER.
HOW HE SAW THE NAZIS MARCHING ON EUROPE...
THE TIMELY MARCH of NEWS
...AND TRIED TO JOIN THE ARMED SERVICES.
HOW A GENERAL SAW THE COURAGE UNDER HIS 4-F FRAME...
...AND ENLISTED HIM IN ANOTHER KIND OF SERVICE ALTOGETHER.

HE WAS SUPPOSED TO BE THE FIRST OF AN ARMY...
...AN ARMY OF SUPER-SOLDIERS...
...BUT IT ALL WENT WRONG.
DEATH TO AMERIKA! HEIL HITLER!
PROJECT: REBIRTH ENDED IN BLOOD AND FIRE...
...AND LEFT ONE MAN TO CARRY ON IN THE PLACE OF ALL THE OTHERS THAT MIGHT HAVE BEEN.
ONE MAN TO CARRY THAT BURDEN.

He made it look easy.
Even though it never was.
And he never stopped fighting for what he believed in...

...OR FOR WHAT HE BELIEVED HIS **COUNTRY** SHOULD BE.
--IF YOU'RE **JUST** TUNING IN, YOU HEARD **CORRECTLY.** STEVE ROGERS-- **CAPTAIN AMERICA**-- HAS SURRENDERED TO AUTHORITIES.
THE BRUTAL CONFLICT OVER THE **SUPERHUMAN REGISTRATION ACT** IS OVER.
AFTER A BATTLE UNLIKE **ANY** NEW YORK HAS EVER SEEN...
...CAPTAIN AMERICA THREW HIS **MASK** DOWN AND GAVE UP THE **RESISTANCE.**
AND SO THE **STRUGGLE** THAT BEGAN IN THE WAKE OF THE TRAGEDY IN STAMFORD...

...WHICH LED TO DEMANDS THAT SUPERHUMANS BE REGULATED BY THE GOVERNMENT...
REGISTRATION--IT'S THE LAW!
...HAS COME TO A CLOSE, OF SORTS.
THOUGH WHETHER ROGERS' ARREST WILL BRING PEACE OR HEALING TO THE SUPER HERO COMMUNITY...OR TO THIS NATION...
...IS A QUESTION THAT ONLY TIME CAN ANSWER.
WE TAKE YOU NOW LIVE TO THE FEDERAL COURTHOUSE IN MANHATTAN, AND CORRESPONDENT JULIE TRAYLOR...
THANKS, VICKI.
I'M STANDING ON THE STEPS OF THE COURTHOUSE WHERE, ANY MOMENT NOW, STEVE ROGERS--THE MAN WE KNOW AS CAPTAIN AMERICA--WILL ARRIVE.
IN AN UNUSUAL TURN, THE GOVERNMENT HAS DECIDED TO ARRAIGN ROGERS HERE IN NEW YORK, INSTEAD OF IN FRONT OF A MILITARY TRIBUNAL.

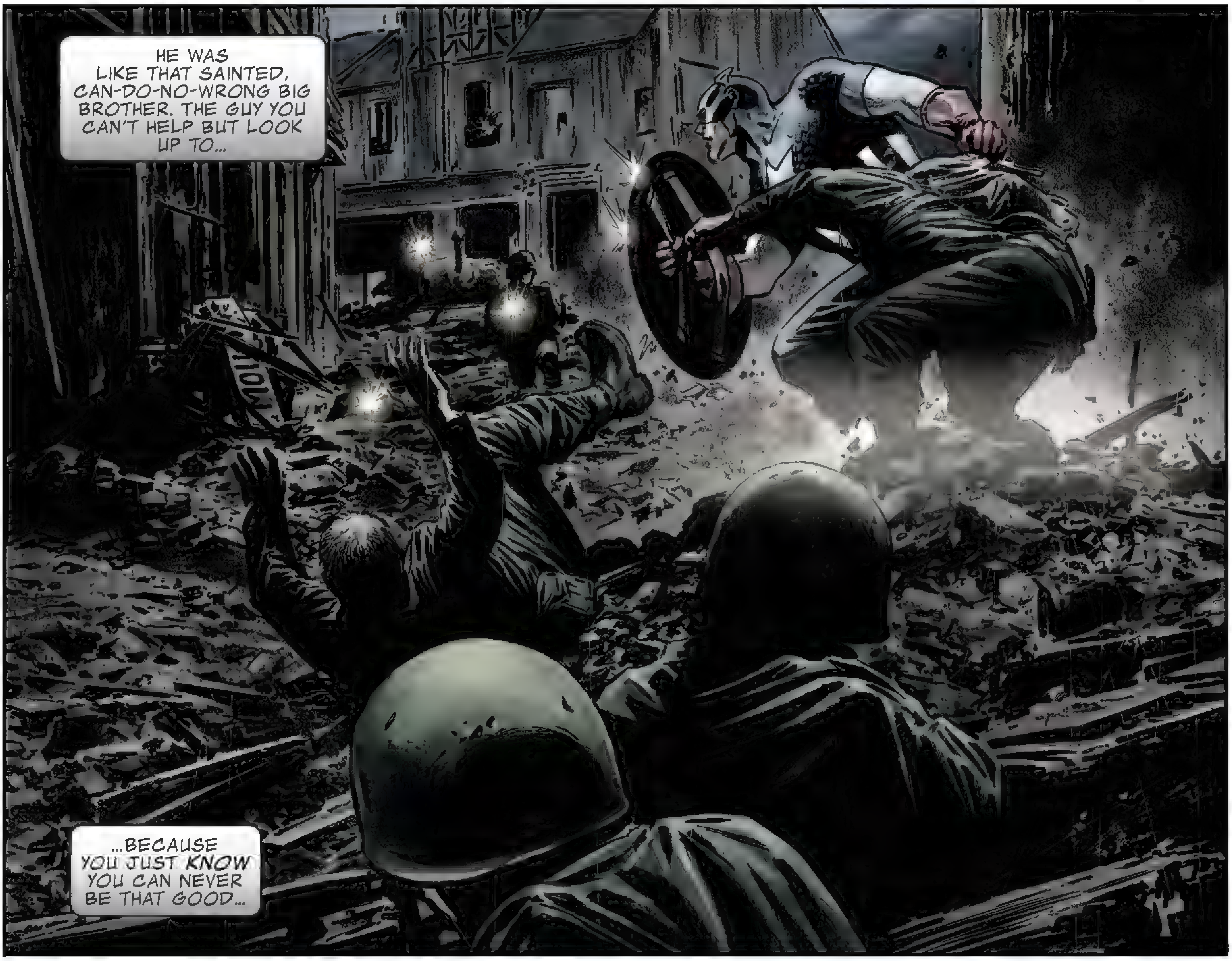
SOURCES INSIDE THE ADMINISTRATION STATE THAT BECAUSE OF CAP'S *MEANING* TO THE COUNTRY, THEY WANT *COMPLETE TRANSPARENCY.*
THE HEARING WILL BE BROADCAST *LIVE* ON ALL NETWORKS.
AS YOU CAN SEE, THOUGH HIS STAND ON THE *ISSUE* WAS UNPOPULAR, CAPTAIN AMERICA *HIMSELF* REMAINS AN ICON.
ABOLISH THE SHRA
FREE CAPTAIN AMERICA
FREE CAPTAIN AMERICA
FREE CAPTAIN AMERICA
ONLY MINUTES AFTER WORD LEAKED OUT OF HIS APPEARANCE HERE, A CROWD HAD GATHERED...
...AND IT CONTINUES TO GROW.
NICK, THIS IS GOING TO BE A NIGHTMARE...
JUST HANG IN THERE, SHARON. IT'S A RISKY PLAN, BUT IT'S GONNA WORK.
FREE CAPTAIN AMERICA
IT HAD BETTER...I'M *NOT* WATCHING THAT MAN PUT BEHIND BARS.
NOT HIM...

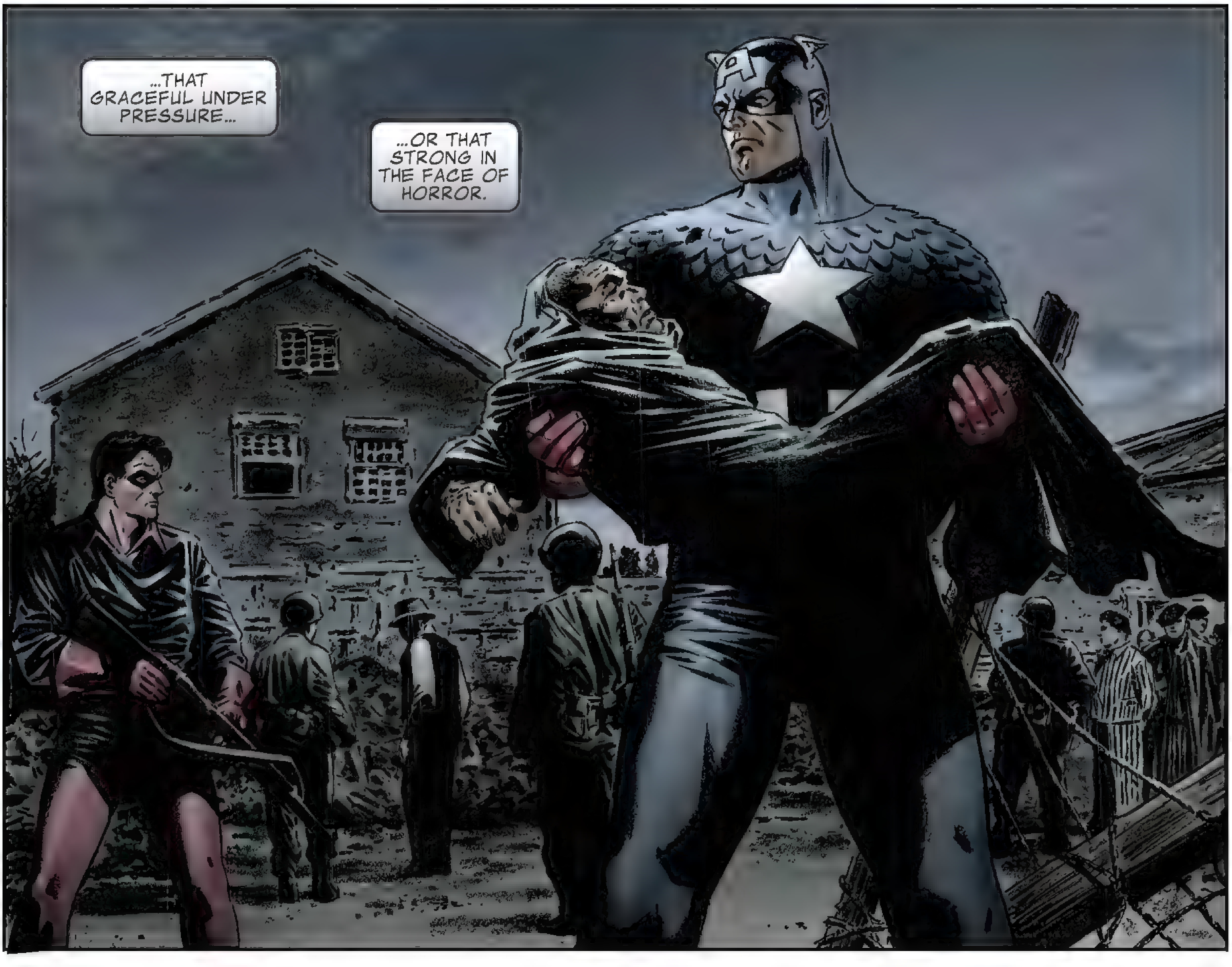
HOW OLD WAS I WHEN I FIRST SAW HIM IN THOSE OLD NEWSREELS?
IT SEEMS LIKE I'VE BEEN WATCHING HIM ALL MY LIFE SOMETIMES.
MY AUNT PEGGY HAD WORKED WITH HIM DURING THE WAR, IN THE FRENCH RESISTANCE.
AND BRIEFLY, THEY HAD FALLEN IN LOVE...
THE ONLY WAY YOU **CAN** WHEN THERE ARE BOMBS FALLING ALL AROUND...WITH WILD ABANDON.
BUT I DIDN'T KNOW ALL THAT AS A KID. I JUST KNEW SHE LIKED TO WATCH NEWSREEL FOOTAGE FROM THE WAR...
...EVEN THOUGH IT MADE HER CRY.

IT WASN'T UNTIL YEARS LATER, WHEN I WAS A YOUNG S.H.I.E.L.D. AGENT ON ASSIGNMENT...
...THAT I CAME FACE-TO-FACE WITH THE MAN SHE HAD LOST.
JACK'S
WATCHING HIM MOVE, SEEING HIM IN ACTION...IT WAS A REVELATION.
AND I KNEW THEN WHAT PEGGY HAD SEEN ALL THOSE YEARS BEFORE, WHY SHE HAD FALLEN FOR HIM.
BECAUSE EVEN THOUGH HE WAS A SOLDIER, YOU COULD ALMOST FEEL THE KINDNESS BEHIND THOSE EYES, HARDENED BY WAR.
HE'D FOUGHT THROUGH THE WORST DAYS OF THE 20TH CENTURY, AND HE WAS STILL THE MOST DECENT MAN YOU COULD EVER MEET.
AND, LIKE PEGGY, I FELL IN LOVE ALMOST IMMEDIATELY...EVEN THOUGH I KNEW OUR CAREERS WOULD EVENTUALLY TAKE US DOWN DIFFERENT PATHS.
EVEN THOUGH I KNEW THERE'D BE PAIN AND TEARS TO COME...
...IT WAS ALWAYS WORTH IT.

AGENT 13? SURE, I SEE HER.
AWRIGHT, KID, JUST KEEP YER HEAD DOWN AND BE READY TO FOLLOW HER LEAD.
THIS COULD GET DODGY, AND IF IT DOES, YOU'RE GONNA BE HER GROUND SUPPORT.
ATES COURT HOUSE
NO PROBLEM, FURY. JUST SAY WHEN.
DAMN...
WHAT IS IT?
THEY'RE HERE.
LICE SHAL
POLICE U.S. MARSHAL
AND THEY'RE GONNA PARADE STEVE LIKE HE'S SOME CHEAP HOOD.
LIKE THEY FORGOT EVERYTHING HE'S DONE FOR THEM...
MENT OF JUSTICE UNITED STATES MARSHAL

HOW COULD THEY *EVER* FORGET?
EVEN BEFORE I MET HIM, BEFORE I BECAME HIS PARTNER, THE GUY WAS *ALREADY* A LEGEND.
IT TOOK ME WEEKS TO GET USED TO THE IDEA THAT HE CONSIDERED ME AN EQUAL...A PART OF THE *TEAM*.
BUT BEFORE I REALIZED IT, WE WERE LIKE *BROTHERS*.


HE WAS LIKE THAT SAINTED, CAN-DO-NO-WRONG BIG BROTHER. THE GUY YOU CAN'T HELP BUT LOOK UP TO...
...BECAUSE YOU JUST *KNOW* YOU CAN NEVER BE THAT GOOD...


...THAT GRACEFUL UNDER PRESSURE...
...OR THAT STRONG IN THE FACE OF HORROR.

BUT THEY'VE ALL FORGOTTEN THAT... ALL THEY CARE ABOUT IS THEIR FEAR...
CAP! CAP! WHY DID YOU GIVE UP?
HAVE YOU RESIGNED AS CAPTAIN AMERICA?
CAPTAIN
FREE CAP
FREE CAPTAIN AMERICA
...AND HAVING SOMEONE TO CRUCIFY TO APPEASE THE PUBLIC.
WAS TONY STARK RIGHT?
CAP
FREE
CAP
ARE YOU SUPPORTING THE REGISTRATION ACT NOW?
FREE CAPTAIN AMERICA
FREE
HE'S GOT NO COMMENT!
STEP BACK!

SINCE WHEN DOES CAPTAIN AMERICA SURRENDER?!
LOSER!
SPLUT
HEY!
HEY-- YOU SON OF A--
POLICE U.S. MARSHAL
POLICE U.S. MARSHAL
NO...
DAMN IT TO HELL...

LOOK AT HIM, HE'S SPOTTED THE SNIPER.
EVEN IN *HIS* CONDITION.
THEN CALL IT OFF, SKULL. IT'S *BLOWN*.
NONSENSE, FAUSTUS...THIS IS *EXACTLY* HOW WE MEANT FOR IT TO PLAY OUT.
WE USED *CONSIDERABLE INFLUENCE* TO MAKE SURE ROGERS WAS TRANSFERRED FROM S.H.I.E.L.D. CUSTODY AT *THIS* LOCATION.
WE'RE SIMPLY *IMPRESSED* BY THE MAN'S ABILITIES.
"BUT THEY WON'T SAVE HIM THIS TIME..."
LOOK OUT!
WHA--
BLAM

SNIPER!
AAAIIIEEE!
GET OUT OF THE WAY!
STEVE!!!
IS THIS YOUR PLAN, FURY?
NO. DAMN IT! THIS IS SOMETHIN' ELSE.
GET MOVING, KID!
STEVE!
BLAM
BLAM
BLAM

ROGERS IS DOWN!
WHERE'S THAT %@#$ING SNIPER?!
STEVE!
NOOO!
FRE CAPTAI AMERIC
TRAITOR
FREE CAPTAI
HELP ME!
SOMEONE HELP ME!
...SHARON... THE CROWD...
...GET THEM TO... SAFETY...
DON'T WORRY ABOUT THEM, STEVE...
...NO MORE... INNOCENTS... HURT...
OH GOD... STEVE...

SOMEONE HELP ME, DAMN IT!
STRATEGIC HAZARD INTERVENTION ESPIONAGE LOGISTICS DIRECTORATE

TALK TO ME, KID.
IT'S CLEAR. WHOEVER IT WAS HIT AND RAN.
CAN YOU ACCESS A SATELLITE TO TRACK HIS EXIT?
ALREADY ON IT...JUST GIMME A SEC TO SCAN BACK...
THERE'S A BUSTED-OUT SKYLIGHT. I'LL START--
YOU?!
YOU SON OF A %@#&$!
HEY!
WHHUDD

YOU TWISTED LITTLE SICK--
GET YOUR HANDS OFF ME WHILE YOU *CAN.* I DIDN'T--
IT WASN'T *ENOUGH,* WHAT YOU TOOK FROM HIM ALREADY?!
YOU BETTER *PRAY* HE'S NOT *DEAD!*
I AM.
THEN...YOU DIDN'T--?
NO.
I'D KILL *MYSELF* FIRST... BELIEVE ME.
KID, I *SPOTTED* HIM.
WHERE? WHICH WAY?
WHO'RE YOU TALKING TO?
NICK FURY.

YOU SURE IT'S REALLY *HIM?*
YEAH, I AM.
CAN YOU *FLY* AND CARRY *ME* AT THE SAME TIME?
MA'AM, I'M GOING TO HAVE TO ASK YOU TO--
I HAVE S.H.I.E.L.D. *PRIORITY ONE* CLEARANCE, MARSHAL...
...SO GET THE HELL AWAY FROM ME IF YOU KNOW WHAT'S GOOD FOR YOU.
NICK, WHERE ARE YOU?
I'M HERE, WHAT THE HELL HAPPENED DOWN THERE?
I DON'T KNOW...THE CROWD WAS GOING NUTS AND THEN I JUST HEARD *SHOTS*...
POLICE U.S. MAR
POLICE U.S. MA
HE'S BLEEDING *REALLY* BAD, NICK...DRIFTING IN AND OUT...
SHARON, *LISTEN* TO ME. THERE'S A HOSPITAL FIVE BLOCKS AWAY. AND THIS...IT'S *STEVE ROGERS*...HE'S TAKEN BULLETS BEFORE.
HE AIN'T GONNA *DIE*, OKAY?

WHICH ONE?!
WNYK
REGISTRATION- IT'S THE LAW!
FURY SAID THE WNYK **CHOPPER!** IT SWOOPED LOW AND GRABBED OUR SHOOTER!
SOMEONE'S ON US--A MAN WITH **WINGS!** WHAT DO I--
JUST **FLY,** IDIOT!
WHAT ARE YOU--
TAKING THEM **DOWN!**
BLAM
BLAM BLAM

WE'RE HIT!
I'M LOSING CONTROL!
AH, THE HELL WITH IT...
COME ON, THEN!
COME ON!
REGISTRATION - IT'S THE LAW!
OH, GOD...

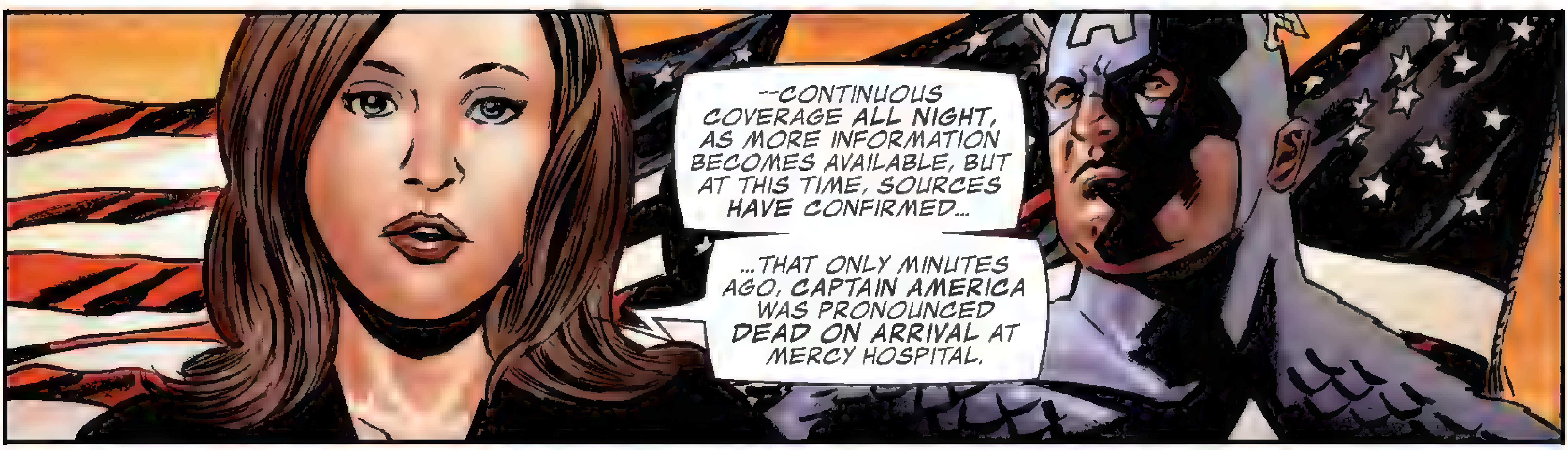
WOOMKKK
ATION-
LAW!

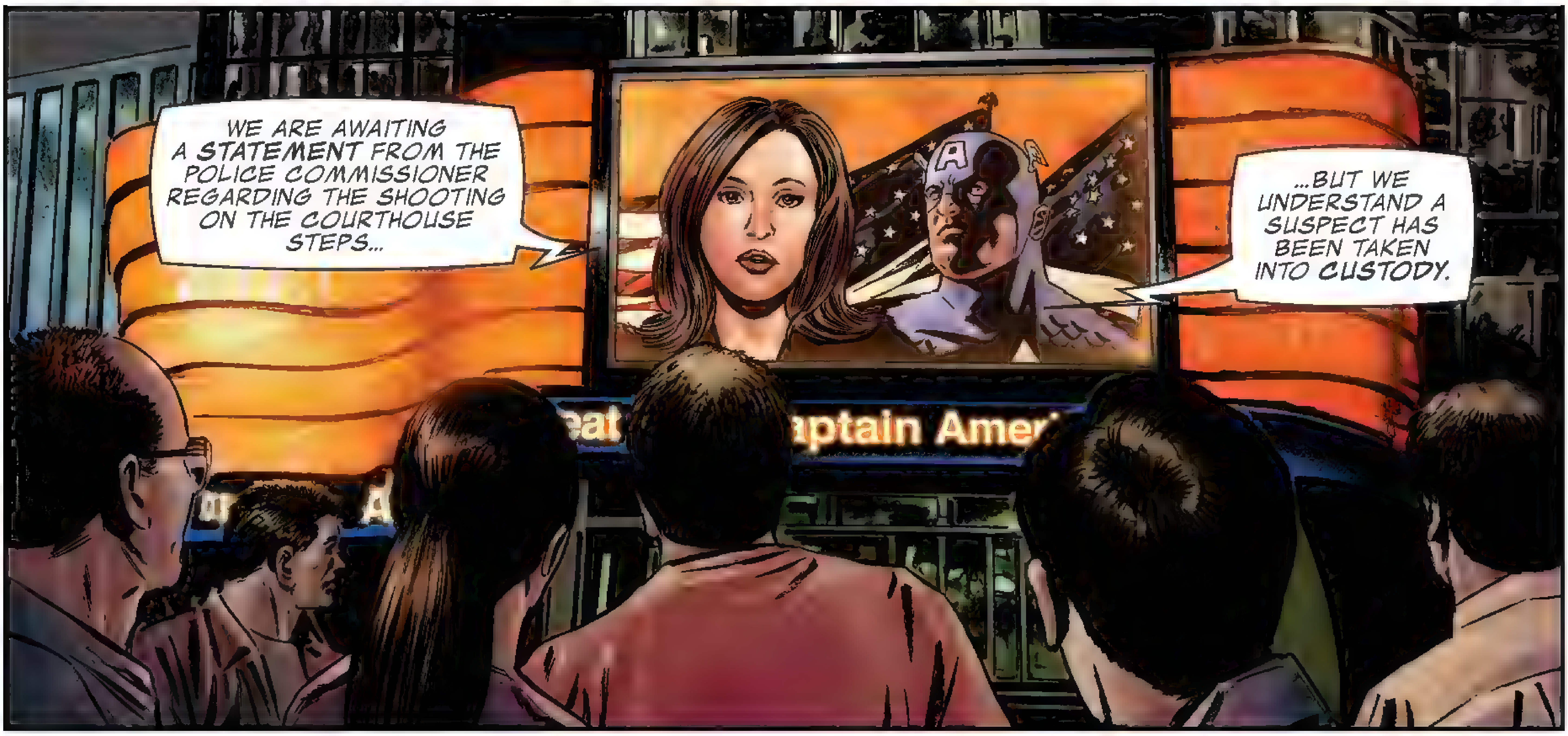
DON'T TELL ME... YOU THINK...
...YOU'RE A GOOD GUY NOW?
NOT EXACTLY.
WAMM
THEY'VE GOT BROCK, FATHER...HE'S FIGHTING, BUT HE'S ALREADY HURT...
I NEED TO--
YOU NEED TO DO EXACTLY AS YOU WERE ORDERED, SIN.
IF CROSSBONES CAN'T MAKE HIS OWN ESCAPE, THEN HE'LL PAY THE PRICE...
BUT OUR PLAN GOES FORWARD.

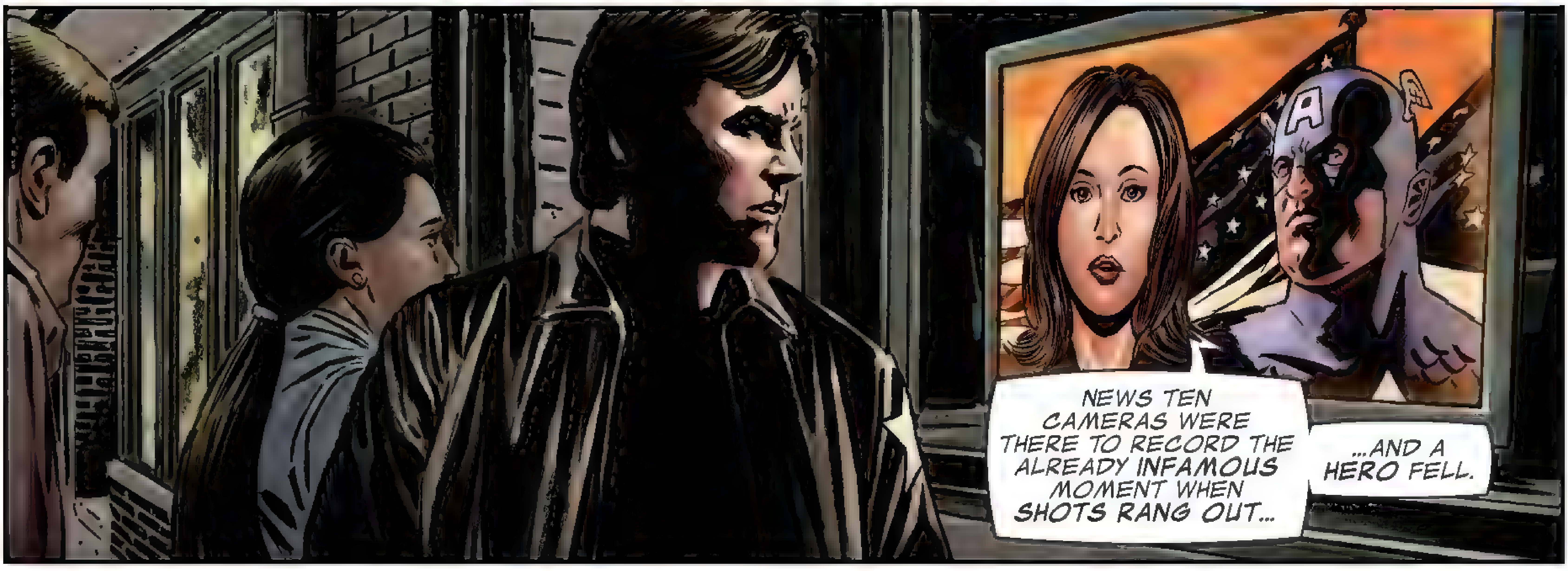
MERCY HOSPITAL
NOW GET INSIDE AND BE READY.
FINE.
EMPLOYEES ONLY
WHERE IS HE?!
SMAK
WHERE'S THE RED SKULL?!
KRAK
I KNOW HE'S PULLING YOUR STRINGS...
GO DIE...
...OH WAIT... YOU ALREADY DID...HEH...
WHUDD

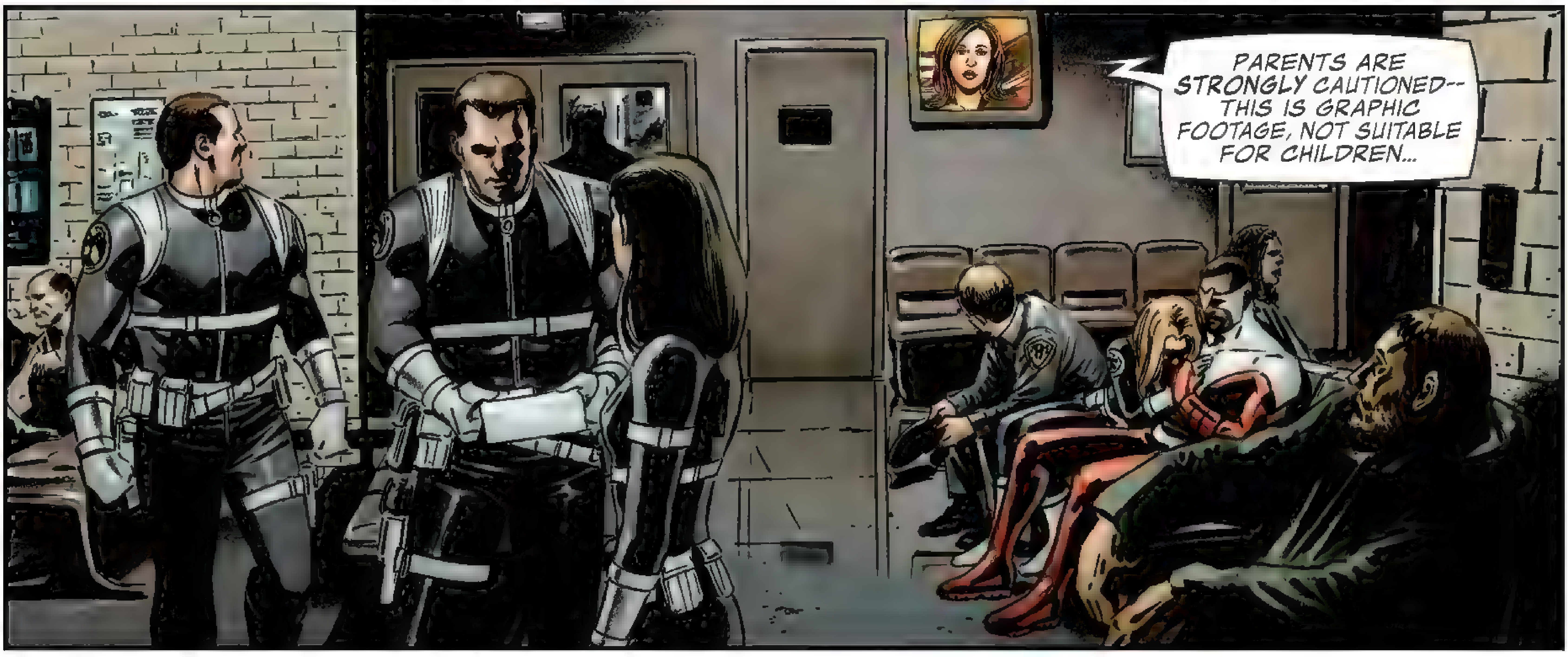
BUCKY... YOU NEED TO GET OUT OF HERE.
S.H.I.E.L.D.'S ABOUT TO FLOOD THE AREA WITH AGENTS AND CAPE KILLERS... AND YOU DON'T WANT TO GET DRAGGED INTO THIS MESS.
NO, I DON'T... YOU CAN HANDLE THIS?
HE WON'T BE GOING ANYWHERE, TRUST ME.
GET TO CAP...AND FAST.
SOMEONE NEEDS TO WATCH HIS BACK, AND I...
...I CAN'T BE THAT GUY.
FALCON, YOU ARE ORDERED TO STAND DOWN.
S.H.I.E.L.D. IS TAKING CHARGE OF THIS CRIME SCENE, AND TAKING THIS SUSPECT INTO CUSTODY.
THEN TAKE HIM...I GOT A FRIEND TO SEE TO.

WEEEOOOOOWEEEEOOOWWEEEOOOO
AMBU-LANCE
WE'RE ALMOST THERE, BABY...
JUST HANG ON...
SHARON... SO PRETTY...
YOU... TAKE MY... BREATH...
GET US THERE NOW-- DAMN IT!
WE'RE LOSING HIM!
NO!
STEVE-- STAY HERE!
STAY WITH ME!
EMERGENCY
EMERGENCY
SKREEEE


--CONTINUOUS COVERAGE ALL NIGHT, AS MORE INFORMATION BECOMES AVAILABLE, BUT AT THIS TIME, SOURCES HAVE CONFIRMED...
...THAT ONLY MINUTES AGO, CAPTAIN AMERICA WAS PRONOUNCED DEAD ON ARRIVAL AT MERCY HOSPITAL.


WE ARE AWAITING A STATEMENT FROM THE POLICE COMMISSIONER REGARDING THE SHOOTING ON THE COURTHOUSE STEPS...
...BUT WE UNDERSTAND A SUSPECT HAS BEEN TAKEN INTO CUSTODY.
eat
aptain Ameri

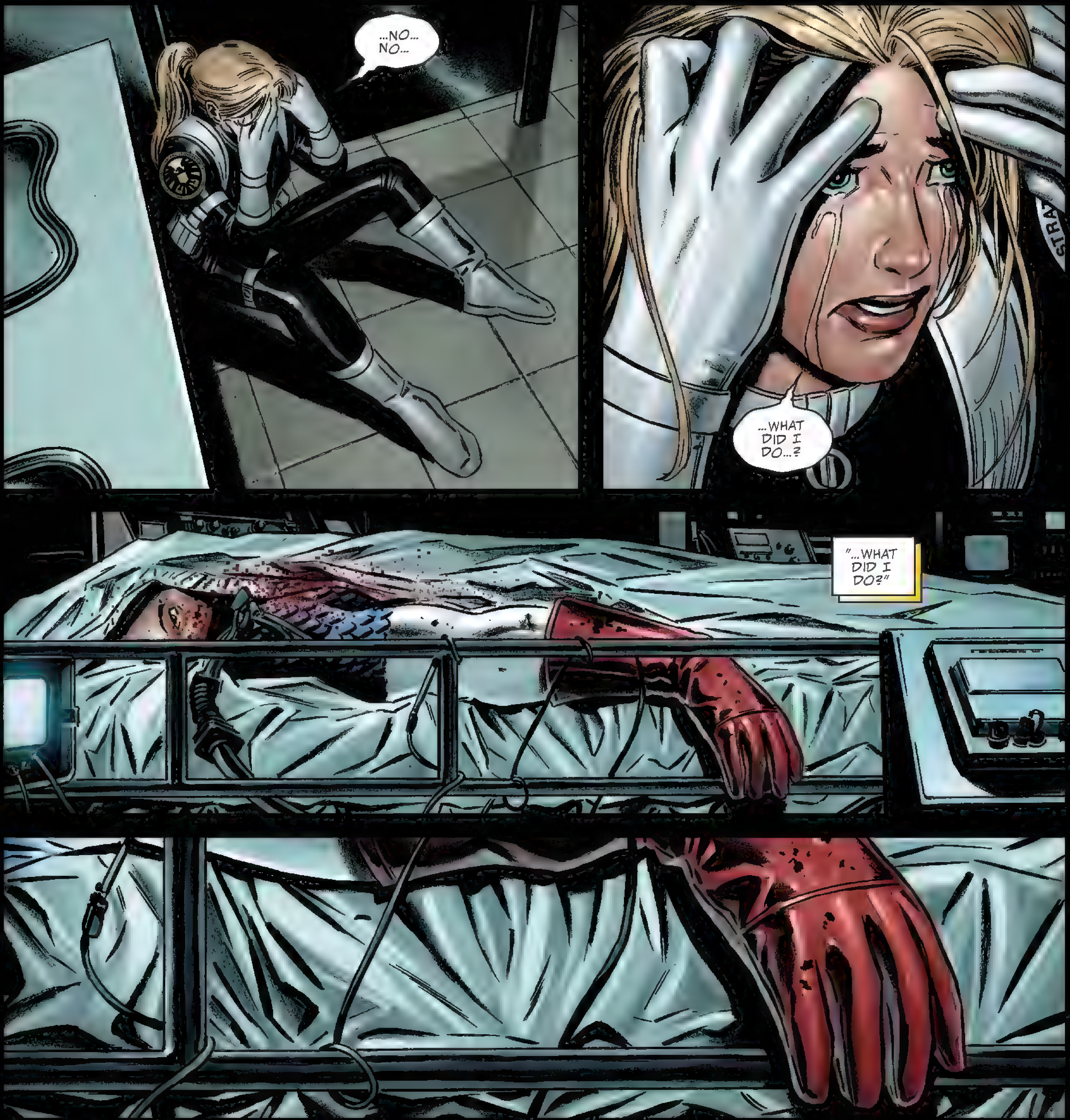

NEWS TEN CAMERAS WERE THERE TO RECORD THE ALREADY INFAMOUS MOMENT WHEN SHOTS RANG OUT...
...AND A HERO FELL.


PARENTS ARE STRONGLY CAUTIONED-- THIS IS GRAPHIC FOOTAGE, NOT SUITABLE FOR CHILDREN...

STEVE... YOU CAN'T DO THIS TO ME...
...AFTER ALL WE'VE BEEN THROUGH...
ALL THE $#@% WE'VE STOOD UP AGAINST.
Mi
IT MAY BE DIFFERENT NOW. WE MAY NOT BE SO TIGHT LIKE WE USED TO BE.
...BUT YOU ARE MY BROTHER, YOU KNOW THAT.
AND I'M NOT READY FOR THIS WORLD WITHOUT YOU BEING IN IT.
CE
POLICE
WOMEN

NONE OF US ARE
EXCUSE ME, MA'AM...THE DOCTOR WANTED ME TO TELL YOU SOMETHING...
WHAT? WHICH ONE?
DOCTOR FAUSTUS.
HUU--
HE SAYS-- REMEMBER.

SNIPER!
STEVE!!!
BLAM
BLAM
BLAM


...NO... NO...
...WHAT DID I DO...?
"...WHAT DID I DO?"

The Death Of
THE DREAM

26
INTERVENTION ESPIONAGE

Sharon and the Contessa

IT'S DOWN *THIS* WAY?
I THINK, YEAH. I DON'T KNOW THIS NEIGHBORHOOD THAT WELL.
BUT...I SHOULD...
HE GREW UP AROUND HERE.
SOMEWHERE... I...
YOU *KNOW* YOU CAN TALK TO ME. WE HAVEN'T BEEN CLOSE FOR A LONG TIME, BUT...WE'RE *FRIENDS*...
YOU DON'T HAVE TO KEEP IT ALL INSIDE YOU...
I JUST DON'T KNOW WHAT TO *SAY*, VAL...THAT'S ALL.
THEN TELL ME ABOUT YOUR MEETING WITH THE NEW *DIRECTOR*.
DUGAN TOLD ME THAT DIDN'T GO SO WELL.
NO, IT *DIDN'T*...
BUT THEN, *NOTHING'S* GOING WELL ANYMORE, IS IT?

Five days ago
STAND DOWN NOW OR I WILL *PUT* YOU DOWN, SIR.
I DON'T *CARE* IF YOU OUTRANK ME...
...YOU'RE *NOT* STOPPING ME.
SHARON, I'M NOT *TRYING* TO...I'M TRYING TO *EXPLAIN.*
SOMETHING'S *HAPPENED,* AND I DON'T WANT YOU TO BE *SHOCKED.*
WHAT? WHAT ARE YOU *TALKING ABOUT?!*
YOU FREAKING *SNEAK* HIS BODY OUT OF THE *HOSPITAL* LAST NIGHT WITHOUT TELLING ME AND NOW--*WHAT?!*
WE *HAD* TO BRING HIM HERE AND YOU KNOW IT.
HE'S THE ONLY PERFECT *SUPER-SOLDIER SPECIMEN* IN THE WORLD.
HE WAS YOUR *FRIEND,* TONY.
DON'T CALL HIM A SPECIMEN.
YOU KNOW THAT'S NOT WHAT I *MEANT...*
DAMN IT...
WHAT IS IT...? WHAT'S *HAPPENED* TO HIM?

"I DON'T KNOW."
...MY GOD...
OUR BEST GUESS, UNTIL WE GET THE LABS BACK, IS THAT THE SUPER-SOLDIER SERUM REVERSED ITS EFFECTS WHEN HE DIED.
IT'S UNEXPECTED, THOUGH, SO WE'RE RUNNING COMPREHENSIVE TESTS.
STEVE... OH GOD...
...WHAT DID I DO...?
WHAT?

WHAT DID YOU *DO* TO HIM?
SHARON, I JUST TOLD YOU...
YOU CAN'T... YOU CAN'T THINK I WOULD *DO* THIS.
YOU CAN'T THINK I WANTED *ANY* OF THIS.
CAN'T I?
YOU'RE SUDDENLY RUNNING S.H.I.E.L.D. WHILE HE'S... HE'S--
DAMN IT, SHARON. I WAS TRYING TO DO THE *RIGHT THING.* I WAS TRYING TO...SAVE US FROM THIS...
YOU THINK *SEEING HIM* THIS WAY ISN'T *KILLING ME?*
SLAPP
YOU DON'T GET TO SAY THAT, STARK.

YOU DID NOT.
I DID.
AND THEN I RESIGNED.
WHAT'S NICK GOING TO SAY WHEN HE FINDS OUT?
IT'S NICK FURY, SO I'M SURE HE ALREADY KNOWS... WHEREVER HE'S STASHED HIMSELF THIS WEEK.
BUT WHO CARES?
LIFE WITHOUT S.H.I.E.L.D.?
WHAT WILL YOU DO?
I HAVE NO IDEA, VAL... BUT WHAT'S THE POINT, ANYWAY...
...WITHOUT STEVE?

The Wake
THE THING ABOUT FLYING IS, YOU USUALLY GET WHERE YOU'RE GOING FASTER THAN EVERYBODY ELSE.
THAT'S NOT GENERALLY A PROBLEM, BUT TODAY...
...I'M WISHING I'D TAKEN A CAR, OR WALKED.
BY THE TIME SHARON SHOWS UP, FEELS LIKE I'VE BEEN HERE *HOURS*, HAVING THE SAME CONVERSATION OVER AND OVER...
SAM!
HEY GIRL...
...HOW YOU HOLDIN' UP? I DIDN'T GET A CHANCE TO TALK TO YOU AT THE THING.
I KNOW... SORRY...
I THOUGHT YOUR SPEECH WAS BEAUTIFUL.

WHAT'S THIS I HEAR ABOUT YOU QUITTIN' S.H.I.E.L.D.?
DUGAN!
WHAT?! I WAS JUST TALKIN' TO THE GUY!
SHARON... YOU'RE ONE OF THE BEST.
STEVE WOULDN'T HAVE WANTED YOU THROWING YOUR CAREER AWAY.
EVEN IF I COULD STOMACH TAKING ORDERS FROM TONY STARK... I JUST...
I'M NO GOOD ANYMORE, SAM...
DAMN IT... THIS WAS NOT YOUR FAULT...
I WAS RIGHT THERE...
NO. LISTEN TO ME... THERE WAS NOTHING YOU COULD DO...
SAM... THERE'S... I...I...
SHARON?

IS THAT YOU? YOU LOOK EXACTLY THE SAME.
RICK JONES?
HEY, RICK, HOW YOU HOLDIN' UP?
I'M GOOD, SAM... I LIKED YOUR SPEECH.
THANKS.
AM I INTERRUPTING?
ACTUALLY, I'M JUST ON MY WAY OUT...
SHARON, I'LL CALL YOU TOMORROW, OKAY?
SURE.
SO...
SO.
DID YOU HEAR I'M PLAYING A SET IN A LITTLE?
I'M SORRY. GOD...WHAT AN IDIOT. PLAYING A SET.
I JUST...I NEVER KNOW WHAT TO SAY AT THESE THINGS...
IT'S OKAY, RICK.
HE REALLY LOVED YOU.
YOU KNEW THAT, RIGHT?
YEAH... YEAH, I KNEW.

WOULD YOU EXCUSE ME FOR A MINUTE?
SURE, I'M SITTING WITH THE PYMS...YOU WANT TO JOIN US OR IS IT *TOO WEIRD?*
IT *MIGHT* BE TOO WEIRD, HONESTLY.
HEY, SHARON.
CAROL. SIMON.
Glasses
DOCTOR FAUSTUS SAYS REMEMBER.
DAMN IT...
DAMN IT TO HELL...

FELT BAD DUCKING OUT ON SHARON LIKE THAT, BUT I HAD TO GET OUT OF THERE.
THAT PLACE FELT A LITTLE TOO MUCH LIKE WHAT IT WAS...
EXCEPT ALL THE WRONG PEOPLE WERE THERE.
I GUESS MAYBE THAT'S NOT FAIR. THEY'RE *ALL* GRIEVING FOR CAP, NO MATTER WHICH SIDE THEY WERE ON.
CANDLELIGHT VIGIL IN CENTRAL PARK... LIKE A THOUSAND OTHERS ACROSS THE COUNTRY TONIGHT.
PEOPLE FOR AND AGAINST THE REGISTRATION ACT, PEACEFULLY UNITED IN THEIR MOURNING.
CAP WE WILL NEVER
CAN'T HELP THINKING THAT STEVE WOULD BE PROUD OF THAT... SOMEHOW.
CA WILL NEVER DIE

The Other Side

HERO
--EMOTIONAL SCENES TONIGHT FROM THE VIGIL IN CENTRAL PARK FOR CONTROVERSIAL HERO, CAPTAIN AMERICA...
...SLAIN SIX DAYS AGO ON THE STEPS OF THE FEDERAL COURTHOUSE.
AUTHORITIES ARE STILL INVESTIGATING THE SHOOTING, THOUGH ONE MAN WAS TAKEN INTO CUSTODY AT THE SCENE OF THE CRIME.
BROCK...THEY DON'T EVEN HAVE THE DECENCY TO SAY HIS NAME.
TO GIVE HIM CREDIT FOR HIS WORK...
ENOUGH, SIN... CROSSBONES DOESN'T NEED THE MEDIA ON HIS SIDE.
THE RIGHT PEOPLE KNOW OF HIS SACRIFICES, AND HE WILL BE REWARDED.
HAVE YOU CHOSEN YOUR SUBORDINATES YET?
YES, FATHER... I'M MORE THAN READY TO MOVE FORWARD.
THEN GET ON WITH YOUR DUTIES...
AND COMING UP AFTER THE BREAK, WE'LL BE REPEATING OUR COVERAGE OF THIS AFTERNOON'S FUNERAL IN ITS ENTIRETY.
WE CAN BASK IN OUR VICTORIES LATER.

I WAS JUST ON MY WAY TO SEE YOU...
WONDERING IF YOU'LL BE IN MY OFFICE FOR OUR SESSION TONIGHT?
I SHALL BE WHERE I NEED TO BE, FAUSTUS, WHEN I DECIDE.
DON'T ASK FOR MY HELP AND THEN *SPIT* IN MY FACE, SKULL.
I'M NOT THE ONE WHO'S *SHARING MY MIND* WITH ANOTHER MAN.
IF I DIDN'T *NEED* YOU, I'D RIP YOUR FAT *GUTS* OUT FOR SPEAKING TO ME THIS WAY.
IF WE DIDN'T NEED *EACH OTHER,* I WOULDN'T BE SPEAKING WITH YOU *AT ALL.*
FORGIVE ME FOR INTERRUPTING THIS BATTLE OF EGOS...
BUT BEFORE YOU ATTEMPT TO KILL EACH OTHER...WOULD YOU CARE TO SEE THE *PROGRESS* I'VE MADE?

SO YOU HAVE CRACKED THE DEVICE'S INNER WORKINGS?
NOT ENTIRELY...SOME OF HIS SCIENCE IS NOT SCIENCE IF YOU GET MY MEANING.
BUT WHAT VON DOOM CAN INVENT, I CAN LIKELY REVERSE-ENGINEER, GIVEN PROPER TIME.
...ASTOUNDING... SIMPLY ASTOUNDING...
AND ONCE I UNDERSTAND HOW IT FUNCTIONS... I CAN ADAPT THE TECHNOLOGY TO SUIT OUR NEEDS.
WHERE DOOM SOUGHT ONLY ISOLATED MOMENTS...TIME ITSELF SHALL BE OPEN TO US.
OUR NEEDS? US?
EXCUSE ME, LEADER... YOUR NEEDS.
NEVER FORGET THAT.
COME, FAUSTUS, LET US SEE TO OTHER BUSINESS...
WHAT BUSINESS?
GENERAL LUKIN AND I HAVE A MEETING WITH THE SECRETARY OF THE TREASURY THIS AFTERNOON THAT I WANT YOU IN ON.

The Secret Wake

LIKED WHAT YOU SAID UP THERE, SAM...WISH I COULDA SAID A FEW WORDS MYSELF.
I KNOW, I'M SORRY ABOUT THAT, LUKE.
IT DIDN'T FEEL RIGHT, NOT HAVING YOU ALL THERE, AT THE FUNERAL... OR THE WAKE AFTERWARDS.
DAMN, AIN'T NOTHIN' ABOUT THIS FEELS RIGHT.
LIKE SEEIN' YOUR NAME ON THE *REGISTERED HEROES* LIST.
I KNOW... BUT I HAD TO.
YOU KNOW I'M ON *YOUR* SIDE, BUT I WASN'T GOING TO LET *STEVE* GET BURIED ALONE.
I TOLD TONY AND HIS PEOPLE TO GIVE ME *HARLEM* AND LEAVE ME THE HELL ALONE.
WITH ALL THAT'S HAPPENED, I THINK HE JUST MIGHT...
S#@%... YOU SEE HIM AT THE FUNERAL?

COULDN'T BELIEVE THAT...
IT *WAS* WEIRD.
YEAH, I ALMOST FELT FOR HIM FOR A MINUTE...BUT THEN I REMEMBERED HE SENT ME TO THE *NEGATIVE ZONE.*
I'VE GOT NO LOVE FOR THE MAN RIGHT NOW MYSELF, BUT *HE* DIDN'T KILL CAP.
HE PUT HIM IN FRONT OF THE *BULLETS...* WHETHER HE MEANT TO OR NOT.
CAP LOST *HEART* AFTER THEIR FACE-OFF...OR HE'D HAVE *NEVER* TAKEN A HIT LIKE THAT.
NO...I'VE BEEN OVER THE FOOTAGE A THOUSAND TIMES. CAP PUSHES A COP OUT OF THE WAY OF A BULLET--*SAVES HIM*--AND *THAT'S* THE FIRST SHOT...
...THEN THE CROWD GOES *NUTSO* AND THE *REST* OF THE SHOOTING STARTS.
WITH THOSE *STRENGTH-DAMPENING* RESTRAINTS S.H.I.E.L.D. HAD HIM IN, IT WAS PROBABLY TAKING ALL HE HAD JUST TO WALK UP THOSE STAIRS...
BUT HE HADN'T LOST *ANYTHING*, HE WAS STILL A HERO... RIGHT TO THE END.

SO...IS IT TIME, THEN? BECAUSE AS JESSICA WAS JUST POINTING OUT, THIS WINE *ISN'T* GONNA DRINK ITSELF.
I SO DID *NOT* SAY THAT. I'M A *NURSING MOTHER.*
YEAH, LET'S GET ON WITH IT.
TO STEVE ROGERS... THE BEST OF US.
THE BEST OF US.
THE BEST OF US.
THE BEST OF--
DEET DOOT
SORRY...
SOMEWHERE ELSE YOU GOTTA BE?
YEAH... DAMN IT.

How It Begins
I DON'T MEAN FOR ANY OF IT TO HAPPEN. I DON'T MEAN TO HURT ANYONE.
THAT'S JUST ALL I KNOW HOW TO DO ANYMORE.
BUT I WAS ONLY TRYING TO WATCH THE FUNERAL COVERAGE ON THE TV BEHIND THE BAR.
COLD BEER
THE FUNERAL OF MY BEST FRIEND...WHO I HADN'T HAD THE GUTS TO FACE FOR THE PAST YEAR...
AND NOW HE'S GONE, AND I CAN'T EVEN SHOW MY FACE AS THEY PUT HIM IN THE GROUND...
I GUESS I SHOULD HAVE EXPECTED TROUBLE, THE MOOD I WAS IN.
FREAKIN' TRAGEDY, IS WHAT IT IS...
LAGER BEER
Now Available
FREAKIN' COVER-UP, YOU MEAN.
THAT GUY AIN'T DEAD. THAT WHOLE THING WAS STAGED...NO WAY HE'S REALLY DEAD.
SHUT UP. DON'T GIMME THAT CONSPIRACY NONSENSE.

ONLY TRAGEDY I SEE IS WHERE THEY'RE BURYING HIM. *ARLINGTON* IS FOR HEROES...
...NOT TRAITORS.
KSSSH
HEY, BUDDY...YOU OKAY?
SAY THAT AGAIN.
WHAT?! I'LL SAY IT *ALL DAY,* JACKHOLE...
CAP TURNED ON HIS OWN PEOPLE, HE FOUGHT AGAINST THE WILL OF THE AMERICAN PEOPLE... HE *DISHONORED* THE UNIFORM HE WORE.
I KNOW WHAT STEVE WOULD DO HERE. HE'D DEBATE.
HE'D POINT OUT THAT JUST BECAUSE A MAJORITY OF PEOPLE BELIEVE SOMETHING DOESN'T MEAN IT'S RIGHT.
HE'D REMIND THE ROOM THAT A MAJORITY OF THE AMERICAN PEOPLE ONCE SUPPORTED *SLAVERY,* TOO.

BUT I'M NOT STEVE.
LIGHT

BAR FIGHTS REMIND ME OF THE WAR, OF BEING OVERSEAS.
COLD BEER
YOU KNOW WHEN YOU HIT SOMEONE IN A BAR ON A NIGHT LIKE *THIS*, THAT YOU'RE JUST LIGHTING A FUSE.
AND I GET LOST IN THE EXPLOSION OF VIOLENCE. MAYBE BECAUSE IT'S WHERE I BELONG.
BUT AS I HEAR THE BARTENDER FRANTICALLY CALLING THE POLICE...
...AS I HEAR BONES AND TEETH BREAKING UNDER MY FISTS...

...I CAN'T HELP THINKING THAT STEVE WOULD BE ASHAMED OF ME RIGHT NOW.
AND THAT MAKES ME MISS HIM EVEN MORE THAN I REALIZED I COULD.
HE WAS MY LINK...NOW... WHAT HAVE I GOT LEFT?
NOTHING.
WOW, WHEN FURY SAID YOU WERE IN THE $#@%, I HAD *NO* IDEA...
YOU TOOK OUT THE *ENTIRE* BAR?
TELL ME THEY'RE HYDRA OR A.I.M. OR SOMETHING, *PLEASE*...
NO...JUST MORONS.

HEY...I SAW WHAT YOU SAID ON TV... I THOUGHT...
HE'D HAVE LIKED IT. YOU REALLY UNDERSTOOD HIM.
WE NEED TO GET YOU OUT OF HERE, NOW. THE COPS ARE A MINUTE OUT, IF THAT.
LEMME JUST PAY MY TAB.
AND THEN, JUST LIKE THAT, IT ALL CLICKS INTO PLACE...
I SEE TONY STARK TRYING TO SPEAK AT STEVE'S FUNERAL. IT'S THE THIRD TIME THEY'VE SHOWN IT AND I STILL CAN'T BELIEVE IT.
HE BREAKS.
--IT WASN'T... IT WASN'T SUPPOSED TO BE LIKE THIS...
STARTS CRYING AND WALKS AWAY...JUST WALKS AWAY.
YOU COMING OR NOT?
AND RIGHT THEN, I KNOW WHAT I'M GOING TO DO. I CAN'T BRING STEVE BACK. I CAN'T BE THE HERO HE WANTED ME TO BE...
BUT I CAN DO ONE THING... I CAN KILL TONY STARK.
OKAY... LET'S ROLL.

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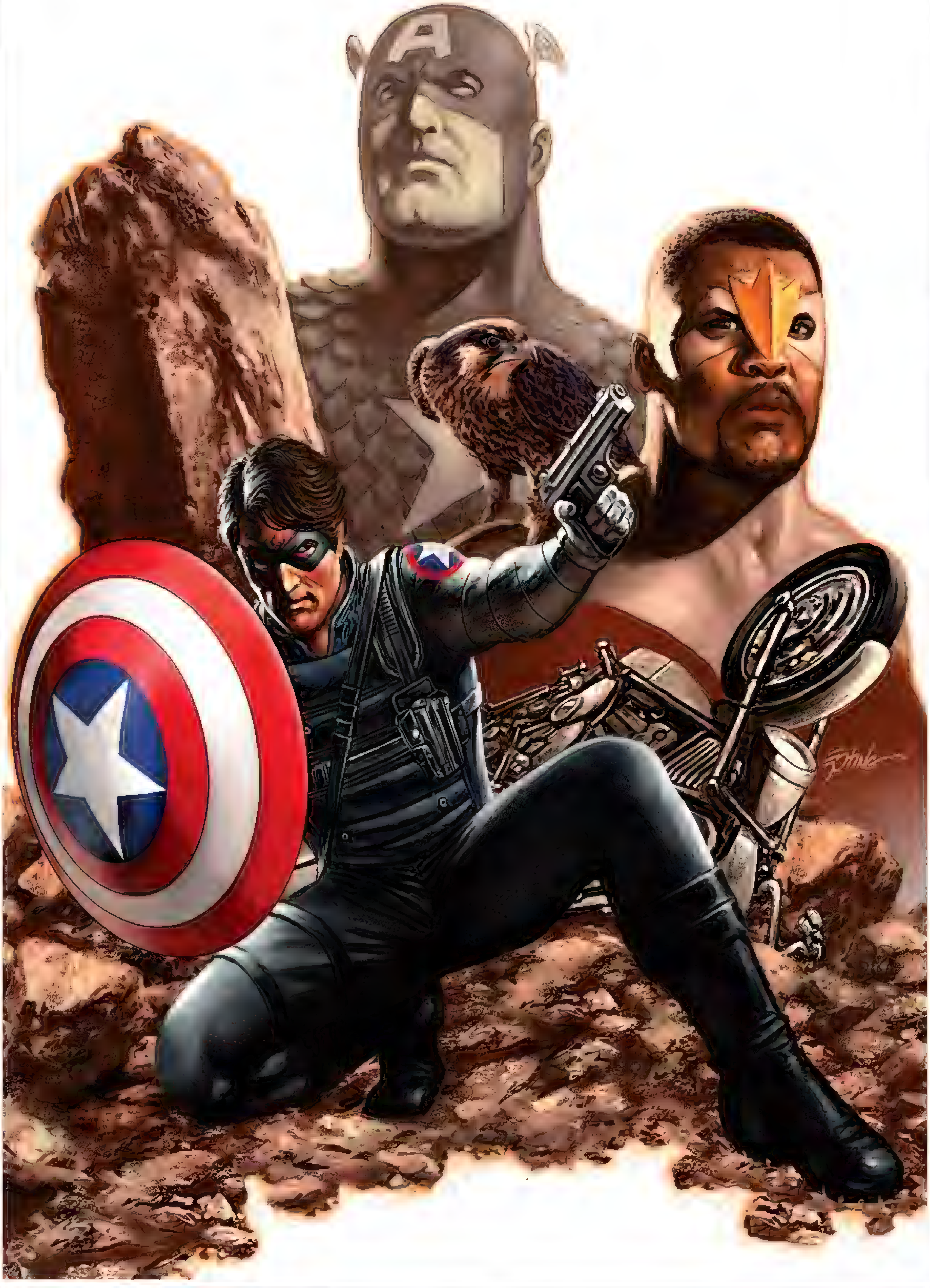

White Lies
--WHILE INTENDED TO COVER ONLY THE NEW AVENGERS TEAM S.H.I.E.L.D. HAS FORMED, THE PRESS CONFERENCE YESTERDAY WAS *QUICKLY* DERAILED...
WHAT ABOUT *CAPTAIN AMERICA*, MISTER STARK? HOW *MIGHTY* CAN YOUR AVENGERS *BE* WITHOUT A *NEW* CAPTAIN AMERICA?
STRATEGIC HAZARD INTERVENTION ESPIONA
DOESN'T AMERICA NEED SOMEONE TO TAKE UP THAT MANTLE, FIGHTING ON OUR SIDE?
I'VE ANSWERED THIS QUESTION *SEVERAL TIMES* OVER THE LAST FEW DAYS, AND *NOTHING* HAS CHANGED...
THERE WILL BE *NO* NEW CAPTAIN AMERICA. STEVE ROGERS *WAS* THE FINEST MAN I EVER MET, AND IT'S A *NATIONAL TRAGEDY* THAT HE'S BEEN *TAKEN* FROM US.
SO NO ONE *ELSE* WILL WEAR HIS MASK OR CARRY HIS SHIELD.
CONSIDER THEM *RETIRED*.
NEXT QUESTION...
WELCOME
WASHINGTON DC THE AMERICAN EXPERIENCE
AND TODAY AT THE *NATIONAL HISTORY MUSEUM* IN WASHINGTON, ROGERS' COSTUME AND SHIELD BECAME PART OF A *PERMANENT* CAPTAIN AMERICA *EXHIBIT*.
THE EXHIBIT IS UNDER *TIGHT* SECURITY, BUT IT IS ALREADY PROVING TO BE A POPULAR ATTRACTION.

THE NEWS DOESN'T LIE. I WAIT IN LINE AN HOUR TO BE LET INTO THE "CAPTAIN AMERICA" WING OF THE MUSEUM.
Smithsonian Institution
National Museum of American History
Behring Center
AND THERE *IS* DECENT SECURITY. BUT FURY'S UPGRADE ON MY LEFT ARM INCLUDED A JAMMING DEVICE FOR METAL DETECTORS *AND* A FALSE IMAGE ARRAY FOR X-RAY MACHINES.
AS LONG AS MY SLEEVES ARE DOWN AND I'M WEARING GLOVES, I'M JUST ANOTHER CIVILIAN.
CAPTAIN AMERICA ROOM
THEY CAN'T EVEN TELL I'M CARRYING TWO HANDGUNS AND A COMBAT KNIFE.
WHICH WAY?
END OF THE CORRIDOR, ON THE LEFT.
BUY EXTRA BONDS
THANKS.
THEY ONLY ALLOW FOUR OR FIVE INTO THE ROOM AT A TIME, AND THERE ARE GUARDS IN HERE AS WELL.
STEP AWAY FROM THE CASE, KID. NO TOUCHING.
SORRY... I JUST... SORRY.

BUT I'M CASING THE PLACE, FROM THE MUSEUM ENTRY, ALL THE WAY TO THE GLASS CASE HOLDING STEVE'S TRIBUTE...
MERICA
15 Chapters
Chapter 10 The AVENGING CORPSE
AVENGERS
AND I SEE FIVE WAYS TO GET IN AND OUT WITHOUT BEING SEEN, AND ONLY HAVING TO TAKE THREE GUARDS OUT OF THE EQUATION.
AND THAT'S HOW I KNOW.
NICE, HUNH?
EVEN AFTER THAT WHOLE CONTROVERSY... THEY *STILL* KNOW HOW TO TREAT A HERO.
YEAH, I GUESS *SO*.
HE *SAVED* MY FATHER IN THE WAR. HIM AND BUCKY AND THE *INVADERS*.
REALLY? *WHERE?*
THE BATTLE OF SAIPAN.
OH, *WOW*. THAT MUST HAVE BEEN SOMETHING.
MY DAD *NEVER* STOPPED TALKING ABOUT IT.
OF COURSE, THE INVADERS WEREN'T ACTUALLY *FIGHTING* IN THE PACIFIC THAT MONTH... BUT THAT'S NOTHING NEW. OLD SOLDIERS TELL FISH STORIES JUST LIKE EVERYONE DOES...
BUT I DON'T CRUSH HER MEMORIES.
I WOULD NEVER DO THAT TO *SOMEONE* ELSE.

SO, WHAT IS IT THAT I KNOW?
I KNOW THAT, AS NICE A TRIBUTE AS THIS PLACE *IS* TO STEVE, TONY STARK IS FULL OF CRAP.
THAT AIN'T CAP'S SHIELD.
BECAUSE IF I'M SEEING ALMOST HALF A DOZEN WAYS TO GET IN AND OUT WITH IT, IT'S *GOT* TO BE A *REPLICA.*
WHICH MEANS THIS LADY'S POP WASN'T THE *ONLY ONE* LYING ABOUT CAP.
STARK SAYS NO ONE ELSE WILL CARRY THE SHIELD OR WEAR THE MASK, BUT HE CAN'T BE TRUSTED.
SURE, THEY'LL WAIT A YEAR OR TWO...THEN THEY'LL SAY THE PUBLIC IS CRYING FOR A *NEW* CAPTAIN AMERICA. MAYBE STARK'LL EVEN *CLONE* HIM LIKE HE DID WITH THOR.
BUT AS LONG AS THEY HAVE STEVE'S *SHIELD,* THEY WON'T JUST BE ABLE TO LET IT SIT ON A SHELF. NOT FOR LONG.
AND I'M NOT LETTING ANYONE ELSE CARRY IT. NO ONE ELSE IS *WORTHY.*
HELL, I WAS LOOKING FOR A WAY TO MAKE MY FIRST MOVE.
MIGHT AS WELL START WITH THIS.

Falling Off the Grid

JUST DO IT, SHARON.
YOU DON'T DESERVE TO LIVE NOW, AND YOU KNOW IT.
SO JUST DO IT.
NO...NO... THERE WON'T BE ANY *EASY* WAY OUT OF THIS, *AGENT 13*...
SHUT UP, *FAUSTUS*...
YOU *CAN'T* PULL THAT TRIGGER ANY MORE THAN YOU CAN *TELL* YOUR FRIENDS WHAT YOU'VE DONE.
OR RATHER, WHAT *I* MADE YOU DO...

SHUT UP!
SMASH
...JUST SHUT UP AND GET OUT OF MY HEAD...
DAMN IT...DAMN THIS...
SHARON?
AAHH!
FREEZE!
DAMN, GIRL... RELAX. IT'S JUST ME.
SAM...YOU SCARED THE $#@% OUT OF ME. I ALMOST SHOT YOU.
I NOTICED. YOU OKAY?

ARE YOU KIDDING? I'M A *WRECK*.
STEVE IS DEAD, I QUIT S.H.I.E.L.D., I HAVE NO FRIENDS... AND I CAN'T... I CAN'T...
CAN'T SLEEP.
YOU *HAVE* FRIENDS. YOU HAVE *ME*, AT LEAST...
...AND I KNOW A FEW *OTHERS* WHO'D TAKE A *BULLET* FOR YOU.
BAD CHOICE OF WORDS, SAM. *REALLY* BAD.
SO, WHAT'S GOING ON? WHY ARE YOU HERE?
FURY JUST GOT IN TOUCH. YOU AND ME HAVE A *JOB* TO DO.
WHAT JOB?
THE WINTER SOLDIER WENT OFF THE *GRID* YESTERDAY.
LOOKS LIKE HE'S ABOUT TO START A FIRE, AND WE NEED TO *STOP THAT*.
FINE. AT LEAST IT'LL GET ME OUT OF THE HOUSE...

WHY DOES FURY THINK BUCKY'S IN TROUBLE?
BUCK'S BEEN ACCESSING S.H.I.E.L.D. DATABASES TO FIND OUT WHERE THEY'RE STORING CAP'S *SHIELD*.
SO, *ISN'T* IT ON DISPLAY?
NAH. IT'S TOO VALUABLE, *AND* TOO DANGEROUS.
IT'S AT A S.H.I.E.L.D. *LAB* HERE IN TOWN. BUCK FOUND THAT OUT, THEN HE STOLE SOME STUFF FROM FURY'S *ARMORY* AND WENT DARK.
HE'S AFTER THE SHIELD?
FOR *STARTERS*. FURY FOLLOWED THE KID'S TRAIL, THOUGH, AND FOUND SOMETHING *ELSE*.
ON TOP OF *THIS*, IT LOOKS LIKE HE'S PLANNING TO *KILL* TONY STARK.
THAT IDIOT'S GOING TO GET HIMSELF *KILLED* OR *CAPTURED*...
YEAH... OR *WHACK* THE HEAD OF S.H.I.E.L.D.
ANY WAY YOU LOOK AT IT, IT'S *BAD*.
AND ACCORDING TO FURY, BUCK'S *ALREADY* COMPROMISED SOME OF HIS ASSETS.
ALL RIGHT, THEN...LET'S GO.

Compromised Assets

AND YOU'RE CERTAIN IT'S NOT BROADCASTING NOW?
YES, SIR, IT'S DEAD TO THE WORLD.
HOW ARE THE AGENTS IT ATTACKED?
BOTH IN INTENSIVE CARE, WITH SKULL FRACTURES. DOCTORS ARE OPTIMISTIC, THOUGH.
BUT IT'S CLEAR THAT THIS NICK FURY L.M.D. HAS BEEN COMPROMISED FOR AT LEAST THE LAST FEW WEEKS.
IT'S BEEN ERASING ITS OWN MEMORY ALMOST HOURLY SINCE THEN. BUT THAT'S ALL WE'VE BEEN ABLE TO FIND OUT.
SO WE DON'T KNOW WHO'S BEEN CONTROLLING IT?
WE KNOW IT'S NOT US, SIR, BUT OTHER THAN THAT...IT COULD BE ANYONE FROM DR. DOOM TO THE RED SKULL...TO THE REAL NICK FURY HIMSELF.
NO, FURY WOULDN'T HAVE GIVEN IT AWAY THIS EASILY. NOT FOR THIS.

THAT'S A SOUND THEORY, BUT WHOEVER IT IS... *THEY* KNOW WHAT'S *HERE.*
WHICH MEANS THIS L.M.D. *ISN'T* THE ONLY PART OF OUR SECURITY THAT'S BEEN COMPROMISED.
DAMN IT. I'M IN A MEETING WITH THE **PRESIDENT** AND THE U.N. SECRETARY-GENERAL **RIGHT NOW,** AND THEN I'M AT CAMP DAVID UNTIL TOMORROW NIGHT.
I KNOW, SIR, BUT THERE'S *NO PROTOCOL* FOR THIS SITUATION...
...WHAT DO YOU WANT US TO *DO?*
SIT TIGHT, ON **RED ALERT** STATUS.
I'LL HAVE SOMEONE CONTACT YOU IN A FEW MINUTES.

Old Friends
THEY DO EXACTLY WHAT I EXPECT AND MOVE THE SHIELD.
I PROBABLY COULD HAVE GOTTEN *IN* AND TAKEN IT, BUT THIS WAY WILL BE BETTER.
STILL, AS MUCH OF A ROOKIE AS STARK IS AT RUNNING AN ORGANIZATION LIKE THIS, HE DOES THIS MOVE *RIGHT.*
FOUR ARMORED TRANSPORTS EXIT THE S.H.I.E.L.D. LAB AT THE *SAME TIME,* ALL GOING IN DIFFERENT DIRECTIONS.
THE IDEA IS THAT *THREE* OF THEM ARE *DIVERSIONS,* SO NO ONE WILL KNOW WHICH TO HIT.
BUT I ROLL THE DICE AND WAIT FOR THEM ALL TO FADE INTO THE DISTANCE...
...AND A FEW MINUTES LATER, A SINGLE CAR DRIVES UP FROM UNDERGROUND.
DO NOT ENTER
RESTRICT AREA
AUTHORIZE EMPLOYEE ONLY
I'M ALMOST IMPRESSED, BECAUSE THAT'S HOW I WOULD HAVE DONE IT...

...BUT I DON'T HAVE *TIME* TO BE IMPRESSED.
BECAUSE THAT CAR CAN *FLY*...AND I CAN'T.
SHRIPPPP
KRRSSHHH
BUT NOW THAT WE'RE ON EQUAL GROUND, THE QUESTION IS...

...WHO DOES STARK *TRUST* TO TRANSPORT THAT SHIELD ON THEIR OWN?
BAMM
BLNGG
MY GOD...
...NATALIA?
YOU?
FURY NEVER TOLD ME IT WAS *HER*... BUT THEN, HOW COULD HE KNOW I'D CARE?

I NEVER...I KNEW THERE WAS A BLACK WIDOW WORKING WITH S.H.I.E.L.D...
BUT I THOUGHT YOU'D BE AN OLD WOMAN BY NOW.
NO SUCH LUCK.
WHY ARE YOU AFTER MY DELIVERY? WHO ARE YOU WORKING FOR?
I DON'T WORK FOR ANYONE ANYMORE. I'M HERE FOR A FRIEND.
SO IT WASN'T JUST A RUMOR BACK THEN...WHO YOU REALLY WERE?
MORE LIKE A JOKE THAT EVERYONE KNEW BUT ME.
NOT ANYMORE, THOUGH.
DAILY
CAPTAIN AMER
TRIBUTE
WALK AWAY FROM THIS... I DON'T WANT TO HURT YOU.
I WAS JUST ABOUT TO SAY THE SAME THING.
CARBA

SHE'S STILL GOOD. AND SHE'S AS FAST AS I REMEMBER.
BUT I DON'T WORRY TOO MUCH. I HELPED *TRAIN* HER.
DEPARTMENT X. THE RED ROOM EXPERIMENTS.
THEY WERE *ALL* CONNECTED.
ALL PART OF COMRADE KARPOV'S TWISTED DOMAIN.

A LONG TIME AGO, NATALIA ROMANOVA MADE ME REMEMBER WHAT IT WAS TO FEEL *HUMAN*.
AND THEY PUNISHED US BOTH FOR THAT, IN DIFFERENT WAYS.
FIGHTING HER NOW IS LIKE PUNISHING MYSELF ALL OVER AGAIN.

BY THE TIME I SEE MY MOVE, I'M ACTUALLY WISHING THIS WAS ONE OF KARPOV'S MISSIONS...
AND THAT THOSE DAMN *MACHINES* WOULD BE WAITING WHEN I FINISHED...
UHN!
KRAK
...TO WIPE MY MEMORIES AWAY AGAIN.
WHUDD
I'M SORRY, NATALIA...I *NEVER* WANTED TO GET YOU INTO TROUBLE.
BUT I GUESS THAT'S ALL I'M GOOD AT.

DAMN. KID DOESN'T WASTE ANY TIME... GOTTA GIVE HIM THAT.
WHAT SHOULD WE DO?
YOU FEEL LIKE TALKIN' TO S.H.I.E.L.D. RIGHT NOW?
NOT EVEN A LITTLE.
THEN WE TRY TO PICK UP HIS TRAIL...

Buried In The Past

NATASHA? ARE YOU OKAY?
<YOU SHOULDN'T *BE* HERE...THEY'LL KILL YOU IF THEY FIND OUT.>
<I DON'T CARE.>
<I'M PROMISED TO SOMEONE *ELSE*.>
<I KNOW... HE'S AN ASS.>
NATASHA?
YEAH... I'M...I'M FINE.
YOU'RE *NOT* FINE. THEY TOLD ME YOU HAVE A CONCUSSION.
SO I'LL BE FINE IN TWENTY MINUTES, THEN...AREN'T YOU SUPPOSED TO BE WITH THE PRESIDENT?
YEAH... I LEFT EARLY.

TONY...YOU KNEW HE WAS OUT THERE?
YOU KNEW THE WINTER SOLDIER WAS OUT THERE SOMEWHERE...AND YOU KNEW WHO HE WAS...
AND YOU NEVER THOUGHT TO MENTION THIS TO ANYONE?
NO ONE BUT STEVE BELIEVED HE WAS STILL ALIVE, THE LAST I HEARD.
AND HE WANTED IT KEPT QUIET, SO...I RESPECTED THAT.
BUT I DIDN'T KNOW YOU TWO HAD A HISTORY.
I WOULDN'T GO THAT FAR.
WE TRAINED TOGETHER FOR A FEW WEEKS, AND THEN I NEVER SAW HIM AGAIN.
AHN!
‹LEAVE HIM ALONE! IT'S NOT HIS FAULT!›
‹I THINK FROM NOW ON, YOU LET ME WORRY ABOUT MY SOLDIERS, LITTLE NATALIA...›

HE HAS TO BE WORKING FOR *FURY,* THEN...
I CHECKED, AND ALL THE S.H.I.E.L.D. *FILES* ON THE WINTER SOLDIER WENT *MISSING* THE SAME TIME NICK DID.
HE SAYS HE'S NOT WORKING FOR *ANYONE,* AND I BELIEVE HIM.
HE WANTED CAPTAIN AMERICA'S SHIELD BECAUSE HE DOESN'T TRUST *YOU* WITH IT.
DID HE *TELL* YOU THAT?
HE DIDN'T HAVE TO. I COULD SEE IN HIS EYES THIS WAS *PERSONAL.*
SOUNDS LIKE YOU KNEW HIM *PRETTY WELL.* IS *THAT* WHY YOU LOST?
COULDN'T FIGHT AN OLD FRIEND?
NO...IT'S NOT LIKE THAT. I JUST... I KNOW HOW HE THINKS.
WE WERE BOTH *WEAPONS* ONCE...TO BE *USED.*
‹COME ON...COME ON...›
‹WHERE IS IT...?›

AH!
<NO...WHAT HAVE THEY DONE TO YOU...?>
SO, WHAT'S YOUR INSIGHT, SINCE YOU *KNOW* HIM?
WHAT WILL HE DO *NEXT?*
MY GUESS IS...HE'S BLAMING *YOU* FOR STEVE ROGERS' *DEATH.*
HE ISN'T THE *ONLY ONE.*
NO, BUT MOST OF THOSE WHO *DO* DON'T WORRY ME.
THE WINTER SOLDIER, ON THE OTHER HAND, IS ONE OF THE MOST *DANGEROUS* MEN I'VE EVER KNOWN...
...AND I BELIEVE HE MEANS TO COME AFTER *YOU.*

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Silencers
"NO, IT WASN'T *JUST* MURDER... IT WAS AN *ASSASSINATION*, MAN."
CAPTAIN AMER
LIVE
NOTICE THEY HAVEN'T BEEN USING *THAT* WORD MUCH?
THEY SAY "CAPTAIN AMERICA WAS *SHOT*" OR HE'S "*DEAD*."
THE MAN WAS *ASSASSINATED*. SHOT BY A SNIPER.
SO YOU GOTTA ASK YOURSELF, *WHY?* AND ME, I'M JUST NOT READY TO BELIEVE THIS WAS SOME *SUPER-VILLAIN* PLOT.
I MEAN, HE WAS ON HIS WAY TO *COURT*, TO SPEAK ON NATIONAL TV, AND THEN... *BOOM*.
HE'S *SILENCED*. JUST LIKE KENNEDY AND MALCOLM X AND MARTIN LUTHER KING.
AMERICAN HEROES THAT *SOMEONE* IN POWER WANTED TO KEEP *QUIET*.
TRUE... YOU'VE GOT A POINT, MERV.

BECAUSE *WHAT* WAS CAP GOING TO *SAY?*
HE WAS GONNA KEEP THE *DEBATE* GOING, AND *THEY* WANTED IT OVER.
WANTED TO *PRETEND* WE'RE ALL SAFE NOW BECAUSE OF THEIR *REGISTRATION ACT*, AND THEIR *FIFTY STATE INITIATIVE.*
FIFTY STATES OF *BIG BROTHER* WATCHING OVER US...
FIFTY STATES OF HEROES, AND NOT A *ONE* COULD HOLD A *CANDLE* TO THE REAL DEAL...
THAT'S FOR CERTAIN, THAT IS.
I *ALMOST* SMILE, 'CAUSE EVEN IN DEATH, STEVE CAUSES DISSENT AND DEBATE.
BUT I KNOW THEY'RE *WRONG.*
AT LEAST *ONE* OF THE PEOPLE WHO PULLED THE TRIGGER ON CAP WAS WORKING FOR THE *RED SKULL.*

BUT THERE HAS TO BE MORE TO THAT STORY, TOO.
ROOF
HAS TO BE A *REASON* A SNIPER WAS ABLE TO GET INTO THAT POSITION.
A REASON SECURITY THAT *LOOKED* TIGHT WAS *ACTUALLY* LAX AS HELL.
UNFORTUNATELY, I'VE BEEN COMING UP EMPTY ON ANY LEADS ON THE SKULL.
THE ONLY PERSON WHO MIGHT KNOW WHAT HE'S UP TO, OR *WHERE* HE IS...
...IS UP *THERE*... ON THE NEW S.H.I.E.L.D. HELICARRIER.
ALONG WITH THE *OTHER* PERSON I NEED TO GET MY HANDS ON.
BOTH OUT OF MY REACH... FOR NOW.
58315
I SHOULDN'T HAVE BLOWN FURY'S WAY INTO THE PLACE... THAT WAS RASH.
STRATEGIC HAZARD INTERVENTION ESPIONAGE LOGISTICS DIRECTORATE
AND AFTER NATALIA, THEY'LL BE *EXPECTING* ME.
STILL, THERE'S GOTTA BE A WAY. THAT'S WHAT *STEVE* WOULD SAY.
THERE'S *ALWAYS* A WAY.

Out Of Mind

I CAN FEEL YOU IN THERE...YOU KNOW THAT, RIGHT?
OF COURSE.
YOU HAVIN' FUN, CUE BALL?
NO.
BUT LUCKILY, WE'RE DONE.
AW, C'MON... DON'T YOU WANNA HEAR ABOUT MY CHILDHOOD?
BE THANKFUL I'M NOT A VINDICTIVE MAN, MISTER RUMLOW...
...OR YOU'D BE RELIVING THE WORST MOMENTS OF YOUR CHILDHOOD FOR THE REST OF THE MONTH.

ANYTHING, CHARLES? CROSSBONES HAS BEEN STONEWALLING US FOR WEEKS.
I'M SORRY, TONY, I PROBED AS DEEPLY AS I COULD...
...BUT SOMEONE HAS ERASED WHOLE PIECES OF THAT MAN'S MEMORY.
HE DOESN'T EVEN KNOW FOR SURE THAT THE RED SKULL IS SUPPOSEDLY ALIVE...LET ALONE WHAT HIS PLANS ARE, OR HIS WHEREABOUTS.
YOU HAVE ANY IDEA WHO COULD HAVE DONE THE ERASING? YOU THINK ANOTHER TELEPATH?
IT COULD HAVE BEEN, BUT I BELIEVE A TELEPATH WOULD HAVE BEEN MORE SURGICAL. TAKEN ONLY WHAT WAS NECESSARY.
THIS WAS MORE HAPHAZARD. LIKE THEY WERE PLAYING IT SAFE.
DAMN IT.
I'M SORRY. I CAN'T FIND WHAT ISN'T THERE.
WHAT WILL YOU DO WITH HIM?
TRANSFER HIM TO THE RAFT UNTIL HIS TRIAL, I SUPPOSE. PUT HIM WHERE HE BELONGS...
...WITH THE OTHER ANIMALS.

Anarchy in the U.S.

ALL RIGHT, BOYS!
LET'S SEE WHAT YOU'VE GOT!
HIT THE BACKUP CONTROLS! RED ALERT!
UKK--
CAREFUL WITH THAT TONE, SIN...
AAAHH!

...THERE'S ONLY *ONE* OF US WHO STILL HAS'TA PROVE HIMSELF IN THE FIELD.
YOU *HEARD* THE MAN, VIPER...SO CONSIDER THIS A *TEST.*
LUCKY FOR YOU, IT'S *MULTIPLE-CHOICE.*
WHAT, THE MEN I KILLED TO *EARN* THIS SUIT DON'T COUNT, HUNH?
NO. YOU WANT TO BE PART OF *MY* SERPENT SQUAD...YOU NEED TO CREATE FEAR... TERROR...
...AND *AGONIZING DEATH!*
YAAAEEEGGG!
AK!
YOU ARE *DEFINITELY* YOUR FATHER'S DAUGHTER, GIRL.

WAIT! WAIT! I'M JUST A--
DEAD MAN.
KRAK
ONE MINUTE. EEL--FRY THE SERVERS!
FFRZZZZAAT!
DONE.
ALL RIGHT, LET'S *MOVE*.
UNLESS YOU FEEL UP TO TAKING ON THE *AVENGERS* TONIGHT, TOO.

WATCH OUT, BOSS!
YAA!
WHUDD
SO WHAT IS THIS PLACE?
IT'S LIKE A **NERVE CENTER** FOR THE ASIAN STOCK MARKET...
ALL THE DATA FROM THE **CHINESE MARKETS** GETS PROCESSED HERE FOR THE MORNING BELL ON WALL STREET.
WE JUST CRASHED TOMORROW'S **STOCK MARKET?**
NOT ENTIRELY...BUT WE BANGED IT UP ENOUGH FOR MY **FATHER'S** PURPOSES.
AND THERE'S NOTHING LIKE MIXING A LITTLE **ANARCHY** IN WITH YOUR CAPITALISM, RIGHT?

Underground
DAMN IT...
WORLD'S GOIN' TO HELL IN A HANDCART OUT THERE, AND THIS KID'S GOT US RUNNIN' IN CIRCLES.
WE NEED TO FIND HIM, SAM.
I KNOW, NICK...WHAT CAN I SAY? HE'S GOOD AT HIDING.
I'VE GOT THE BIRDS LOOKIN' BUT SO FAR, NOTHING...
YEAH...HE HAD PLENTY OF PRACTICE WHEN HE WAS WORKIN' FOR THE BAD GUYS.
AND EVEN WITH EVERY PIGEON IN NEW YORK, YOU STILL HAVE MORE EYES THAN WE DO, WITH ALL YOUR SAT-COM LINKS...BUT HE KNOWS THAT.
SO UNLESS WE CAN LURE HIM SOMEWHERE, OR PREDICT WHERE HE'LL BE...
...I'M AFRAID WE'RE JUST GOING TO HAVE TO HOPE WE GET LUCKY ON THIS.
I PREFER TO MAKE MY OWN LUCK, SAM... AND EVEN THAT'S NOT WHAT IT USED TO BE.
ANYWAY, THE KID'S TOO SMART TO FALL FOR A TRAP...
...BUT I'LL GIVE THAT SECOND THOUGHT SOME ANALYSIS, AND GET BACK TO YOU.
FURY OUT.

A New Plan

DAILY BUGLE
LOOKS LIKE FURY'S JUST AS IN THE DARK AS WE ARE...
I KNOW. HE'D HAVE CONTACTED YOU FIRST IF HE HAD ANY LEADS.
YEAH, BUT... A GUY LIKE NICK HAS SO MANY BALLS IN THE AIR AT ANY ONE TIME, I JUST WANTED TO BE SURE.
I STILL CAN'T BELIEVE HE HID A *COMMUNICATIONS HUB* ON THE ROOF OF THE BUGLE.
THE MAN HAS SERIOUSLY GOT *BRASS ONES*...
ALWAYS HAS... BUT STILL, EVEN *NICK'S* GOT HIS *LIMITS*, LIKE I SAID.
WHAT DO YOU MEAN?
I *MEAN*, MAYBE IT'S TIME WE GAVE S.H.I.E.L.D. THE HEADS-UP...

MUCH AS I HATE THE IDEA OF THEM CLIPPING OUR WINGS, TONY SHOULD KNOW THAT BUCKY'S GUNNING FOR HIM.
YOU THINK HE DOESN'T *ALREADY?*
AFTER THE WAY HE TOOK DOWN NATASHA, I'M *SURE* S.H.I.E.L.D. IS LOOKING FOR BARNES BY NOW.
LET THEM WORK THEIR *OWN* SIDE...I *DON'T* WANT TO COMMUNICATE WITH THEM.
I JUST... I DON'T *TRUST* S.H.I.E.L.D. RIGHT NOW, OKAY?
WHAT'S UP?
BESIDES, IF WE WANT TO FIND BUCKY, WE SHOULD LOOK FOR THE *RED SKULL.*
HE'LL WAIT FOR THE RIGHT MOMENT TO GO AFTER STARK, BUT HE'S *GOT* TO HAVE THE SKULL ON HIS HIT LIST, TOO.
WE FIND THE SKULL OR HIS PEOPLE, AND WE'LL FIND OUR BOY.
GOOD POINT.

AND LET'S NOT FORGET, IT *WAS* THE RED SKULL WHO KILLED STEVE...
...AND HE *PROBABLY* HAD A REASON BEYOND SIMPLE REVENGE.
YEAH, NOTHING'S EVER BEEN SIMPLE WITH HIM.
HE'S GOT TO BE PLANNING SOMETHING HE NEEDED STEVE *OUT OF THE WAY* FOR!
OTHERWISE, HE'D HAVE WANTED TO RUB IT IN HIS FACE!
SO WE STEER CLEAR OF S.H.I.E.L.D. AND CHASE THE *BAD GUYS* INSTEAD!
SURE! WE'RE HUNTING GHOSTS, LET'S AT LEAST GO AFTER ONES WHO *DESERVE* IT!
ONES THAT WE CAN DO SOME DAMAGE TO ONCE WE FIND THEM!
I HEAR YOU!
EITHER WAY, LEAST WE GOT OURSELVES A *PLAN*.

The Doctor Is In

AND YOU UNDERSTAND *EXACTLY* WHAT I'M TELLING YOU TO DO, AGENT?
COMPLETELY, DOCTOR.
THEN YOU MAY RESUME YOUR DUTIES AT THE *MONITORING STATION.*
BUT BE READY FOR THE CHANGE TOMORROW MORNING.
OF COURSE... YES, SIR.
VIOLET, IS THAT THE LAST APPOINTMENT FOR THE DAY?
YES, DOCTOR.
THEN HOLD ALL CALLS. I'M GOING TO GET CAUGHT UP ON MY NOTES.
I'LL PRETEND YOU'RE NOT EVEN *HERE,* SIR.
HEH... IF ONLY SHE KNEW...
BUT I SUPPOSE THEY'LL *ALL* KNOW SOON...

Dead Letter Office
DID YOU NOT SEE MY PRESS CONFERENCE, AGENT HERMANN?
I DID, SIR... BUT IT'S BEEN A WHILE SINCE THEN, AND I JUST THINK...
...WELL, FRANKLY, SIR, I THINK YOU WERE *WRONG.*
I THINK AMERICA NEEDS A CAPTAIN AMERICA, MORE NOW THAN EVER.
AND AS A *DECORATED* COMBAT VETERAN, I'D LIKE TO *VOLUNTEER* FOR THE JOB.
THERE *IS* NO JOB, AGENT. AND THERE WILL BE *NO* NEW CAPTAIN AMERICA.
THE SHIELD AND UNIFORM ARE *RETIRED.*
BUT, SIR, IF YOU'LL JUST HEAR ME OUT--
I APPRECIATE WHERE YOU'RE COMING FROM, BUT THIS CONVERSATION IS *OVER.*
CAN YOU *PLEASE* SCREEN MY APPOINTMENTS MORE CLOSELY, ANNA? I HAVE A LOT OF WORK TO DO, AND--
UNDERSTOOD, SIR. BUT THERE *IS* SOMEONE ELSE WAITING.

HE SAYS HE HAS A LETTER FOR YOU... FROM STEVE ROGERS.
SEND HIM IN.
AH, MISTER STARK, AT LAST... I'M MAURICE GREELY, ATTORNEY-AT-LAW.
YOU'RE A HARD MAN TO SEE. I'VE BEEN TRYING TO GET AN APPOINTMENT FOR SOME TIME.
WHAT'S THIS ABOUT?
WELL, DURING WHAT THEY'RE CALLING YOUR "CIVIL WAR"...I WAS GIVEN A LETTER TO DELIVER TO YOU.
BUT ONLY UNDER CERTAIN CIRCUMSTANCES.
SUCH AS?
IN THE EVENT OF STEVE ROGERS' DEATH, I'M AFRAID.
APPARENTLY, MATT MURDOCK ONCE TOLD HIM I WAS TRUSTWORTHY, AND HE TOOK HIM AT HIS WORD.
MUCH TO MY DISMAY. I NEVER WANTED THIS KIND OF A BURDEN...
SO NOW I PASS IT ON TO YOU.
WHAT IS THIS?

For Tony Stark Only
IT'S THE FINAL WISHES OF CAPTAIN AMERICA.
For Tony Stark
YOU CAN VERIFY HIS HANDWRITING, AND HE WROTE SOME THINGS ONLY YOU AND HE KNOW, HE SAID, SO YOU WOULDN'T DOUBT ITS AUTHENTICITY.
HE SAID IN SPITE OF EVERYTHING, YOU WERE THE ONE MAN WHO COULD DO WHAT NEEDED TO BE DONE... IF HE FELL.
WHY NOT JUST AMEND HIS WILL?
I SUGGESTED THAT, BUT...HE WANTED THIS KEPT PRIVATE.
JUST BETWEEN YOU AND HIM.
HE SAID YOU'D UNDERSTAND ONCE YOU READ IT.
DAMN IT, STEVE...
ANNA, I NEED THE BLACK WIDOW IN MY OFFICE-- STAT.

Counter-Surveillance

TWO DAYS OF HUNTING BEFORE I GET LUCKY.
KRAK
A ROVING A.I.M. LISTENING-POST THAT FURY HAD RECORD OF WORKING WITH THE COBRA IS BACK IN ACTION.
AFTER PICS OF THIS NEW SERPENT SQUAD HIT, AND I REALIZED WHO THE WOMAN IN THE BACKGROUND WAS--THE RED SKULL'S DAUGHTER--I FIGURED THEY WERE ALL WORKING TOGETHER.
FIGURED THE SKULL WAS SPREADING HIS EVIL LIKE A VIRUS THROUGH THE VILLAIN COMMUNITY.

IF HE'S RECRUITED OTHER SUPER-VILLAINS, THEN HE PROBABLY REVIVED SOME OF HIS OLD A.I.M. CONNECTIONS, TOO.
MOST A.I.M. MEMBERS BARELY KNOW HOW TO FIGHT, AND THERE ARE NO M.O.D.O.C.-SQUADS AT THIS LOCATION.
SO I DON'T BREAK MUCH OF A SWEAT.
YOU'VE GOT ONE CHANCE, JERK.
WHERE IS THE RED SKULL? I KNOW HE'S IN THE U.S...
I SWEAR-- I SWEAR--I DON'T KNOW. WE DIDN'T-- WE--
WHUD
NEXT.
HE'S NOT LYING. WE-WE HAVEN'T COMMUNICATED WITH THE SKULL...
JUST-JUST WITH HIS CRAZY DAUGHTER... AND WITH THE COBRA...

KEEP TALKING.
THEY KNOW PEOPLE ARE LOOKING FOR THEM. THEY AREN'T STUPID... SO THEY...
WE HAVE NO WAY TO CONTACT THEM...THEY JUST--THEY FIND US.
FOR WHAT?
WHAT'S THE JOB...YOUR TASK?
JUST COUNTER-SURVEILLANCE... NOTHING--NOTHING VIOLENT.
NOTHING LIKE THAT...I SWEAR.
SURVEILLANCE ON WHO?
THIS LIST... HERE...I JUST GAVE IT TO THEM LAST NIGHT.
ADDRESSES AND NAMES. WHAT IS THIS?
S.H.I.E.L.D. MONITORING STATIONS IN NEW YORK... AND THE NAMES OF THE AGENTS AT EACH LOCATION...
I DON'T KNOW WHAT THEY WANT IT FOR.

Rescue Mission

DON'T GET ANY BLOOD ON THE UNIFORMS.
IT'S BEST IF OUR DISGUISES ARE AT LEAST *MOSTLY* REAL.
DADDY'S DEVICES WILL ALTER THE *REST* OF OUR APPEARANCES.
MAKE US LOOK LIKE THEM.
I DON'T GET IT...WHY DID *THIS GUY* JUST LET US IN?

LET'S JUST SAY HE HASN'T BEEN EXACTLY IN CONTROL OF HIS OWN IMPULSES LATELY AND LEAVE IT AT THAT.
NOW LET'S SUIT UP AND GO GET MY BOYFRIEND...
...SO YOU CAN ALL SEE WHAT A *REAL MAN* LOOKS LIKE.

29
Epting

One Step Behind

PLEASE, NO PICTURES...
BLAM
THAT WAS THE RED SKULL'S DAUGHTER, RIGHT...? SIN, SHE'S CALLING HERSELF NOW?
YES...AND THE MEN BEHIND HER ARE APPARENTLY THE NEW SERPENT SQUAD, AS YOU'LL SEE IN THIS NEXT ONE, FROM A DIFFERENT ANGLE.
SEE, THAT'S KING COBRA AND THE EEL...
...AND THIS LAST ONE SEEMS TO BE ANOTHER VIPER.
MADAME HYDRA'S GOING TO BE THRILLED.

MAYBE SHE'LL TAKE CARE OF *THIS* VIPER, TOO.
I WOULDN'T COUNT ON IT.
SO, THIS WAS THE *SUBCARRIER?* THEY INFILTRATED US *THAT* EASILY?
THEY WERE IN FULL DISGUISE. HAD SECURITY ACCESS CARDS...THE WHOLE DEAL.
THEY EVEN HAD ***HOLOGRAPHIC IMAGE GENERATORS*** THAT MADE THEIR FACES LOOK LIKE THE AGENTS THEY'D KILLED.
WALK ME THROUGH THAT ONE.
IT WAS THE TEAM THAT WAS ***SUPPOSED*** TO HANDLE CROSSBONES' TRANSFER TO THE RAFT.
WE PROCESSED HIM BACK TO THE SUBCARRIER FOR HOLDING LAST NIGHT, AND THE HANDOFF WAS SET FOR THE ***MORNING.***
BUT INSTEAD, WE GOT THIS...A NIGHTMARE.

SO, THEY GOT THE DROP ON AN ENTIRE TEAM OF HIGHLY-TRAINED S.H.I.E.L.D. AGENTS, IS WHAT YOU'RE TELLING ME?
AND THEN THEY TOOK THEIR PLACES?
HOW DOES *THAT* HAPPEN WITHOUT ANY ALARMS GOING OFF UP HERE?
I HATE TO SAY IT, SIR... BUT THE VIDEO SURVEILLANCE FROM THE TEAM'S LOCATION IN MANHATTAN *ISN'T* ENCOURAGING.
NONE OF THIS IS, AGENT.
SO...WHAT HAPPENED?
WE'RE NOT SURE. NOT EXACTLY.
S.H.I.E.L.D.
STRATEGIC HAZARD INTERVENTION ESPIONAGE LOGISTICS DIRECTORATE
SURNAME
STANSFIELD
GIVEN NAME
PATRICK
M
01.09.1976
776
DOCUMENT NUMBER
C00001540775
DATE OF EXPIRATION
IT APPEARS THIS MAN--AGENT 776, PATRICK STANSFIELD--SIMPLY OPENED THE DOOR AND LET THEM IN.

AND BEFORE ANY ALARMS COULD BE RAISED, THEY KILLED EVERYONE IN THE ROOM...
...JUST LIKE THEY DID THIS MORNING.
STANSFIELD JUST LET THEM IN?
YES. LIKE I SAID, *NOT* ENCOURAGING.
OH, LOOK AT THIS...EVEN AFTER THE ALARMS ARE BLARING AND THEY SHOULD BE RACING FOR THE FLIGHT DECK... THEY STILL HAVE TIME FOR THIS $#@%...
THIS IS *UNCONSCIONABLE*... OUR ONLY LINK TO THE PLOT THAT KILLED STEVE ROGERS, AND WE LET HIM GET AWAY.
THERE WERE *SUPPOSED* TO BE A DOZEN OTHER AGENTS ON SECURITY FOR THE HANDOFF.
WHAT *HAPPENED* TO THEM?
THEY'VE... UH...WELL, THEY'VE ALL GONE *MISSING*, DIRECTOR STARK.
THEY AREN'T ON COMM *OR* ANSWERING PAGES.

ALL RIGHT. ENOUGH OF THIS NONSENSE. I WANT YOU TO PUT EVERYTHING WE'VE GOT INTO FINDING THOSE TWO SICK FREAKS.
OF COURSE, SIR.
AND I WANT REPORTS ON ALL MISSING AGENTS, AND A DETAILED SUMMARY OF STANSFIELD'S MOVEMENTS FOR THE LAST FEW WEEKS.
SOMEONE GOT TO THEM, SOMEWHERE...
SOMEWHERE INSIDE S.H.I.E.L.D., YOU MEAN?
EXACTLY. WE'VE GOT A MOLE, AND WE NEED TO FIND IT AND TRAP IT.
I'LL UPLOAD ALL THAT TO YOUR FILE-DUMP AS SOON AS POSSIBLE, THEN.
IS THERE ANYTHING ELSE YOU NEED, SIR?
YES... I NEED A DAY WHEN THERE AREN'T TWENTY CRISES TO DEAL WITH...
BUT I DON'T SEE THAT COMING ANYTIME SOON.

Spy Versus Spy

BEER LIGHT
TELL ME WHAT I WANT TO KNOW, GERGEN... OR I BREAK THE ARM.
I *SWEAR,* WIDOW...I HAVEN'T SEEN HIM...I'M NOT IN THAT LINE OF WORK NOW...
HAVE NOT BEEN FOR... A YEAR...
UHH...
MEN... PFFFT...

DAMN IT, THIS ISN'T WORKING.
TONY SENDS ME OUT INTO THE COLD TO FIND THE WINTER SOLDIER...
...FIGURING IT TAKES A SPY TO CATCH A SPY AND ALL THAT...
...ONLY I'M FINDING NOTHING BUT DEAD-END TRAILS.
NO ONE IN THE UNDERGROUND MERCENARY CIRCUIT HAS SEEN HIM SINCE BEFORE HIS RUN-IN WITH WOLVERINE.
AND NONE OF THE WEAPONSMITHS IN THE CITY HAVE EQUIPPED HIM.

SO WHERE DOES THAT LEAVE ME? WHAT DO I KNOW ABOUT THIS MAN?
I KNOW HE BLAMES TONY STARK FOR CAPTAIN AMERICA'S DEATH...
I KNOW HE CRAVES REVENGE FOR THAT.
BUT I ALSO KNOW HIS *TRAINING*. HE WON'T COME AT TONY ON THE HELICARRIER. HE'LL WAIT TO CATCH HIM AT A WEAK MOMENT...
...A TIME WHEN HE'S *VULNERABLE*, ASSUMING THERE EVER *IS* ONE.
HE'LL WAIT FOR THAT.
SO, HOW *ELSE* WILL HE GET HIS VENGEANCE NOW?
WHAT DO I KNOW ABOUT THIS MAN?

The Prodigal Son

THEY LET HIM GET AWAY.
S.H.I.E.L.D. LET CROSSBONES GET AWAY.
THE SKULL'S DAUGHTER AND HER NEW CREW JUST GRABBED HIM RIGHT OUT OF THEIR HANDS AND LEFT A TRAIL OF BODIES BEHIND.
THAT'S WHY SHE HAD A.I.M. RUNNING COUNTERSURVEILLANCE ON S.H.I.E.L.D. TEAMS... BECAUSE SHE NEEDED TO INFILTRATE THEM.
AND IF SHE KNEW *WHO* TO TARGET, THEN THAT MEANS FURY WAS *RIGHT*...
...THAT PLACE IS BEING POISONED FROM THE INSIDE OUT.
STILL, I ALMOST COULDN'T BELIEVE IT WHEN THE NEWS CAME ON TONIGHT...
OUR TOP STORY--HAS THE MAN WHO SHOT CAPTAIN AMERICA *ESCAPED CUSTODY?*

WORD HAS LEAKED TONIGHT THAT BROCK RUMLOW, A.K.A. CROSSBONES, WHO AUTHORITIES HAVE CONFIRMED WAS INVOLVED IN THE MURDER OF CAPTAIN AMERICA...
ROCK RUMLOW...CROSSBONES WAS FORMERLY ASS
...HAS BEEN **FREED FROM CUSTODY** IN A BRAZEN DAYLIGHT ASSAULT ON A S.H.I.E.L.D. HOLDING FACILITY.
S.H.I.E.L.D. HAS YET TO RELEASE A STATEMENT, BUT SOURCES INSIDE, WHO WISH TO REMAIN ANONYMOUS... SAY THIS SHOCKING NEWS IS, IN FACT...**TRUE.**
YOU GOTTA BE KIDDING ME? THEY SHOULDA PUT A BULLET IN THAT CREEP'S--
HEY?
WHERE'D YA GO...?
SO, HE'S OUT HERE, RUNNING BACK TO HIS MASTER, THE RED SKULL.
I HAVE ONLY ONE LEAD ***LEFT*** TO TRY TO FIND ***THAT*** NAZI &#@$.
AND IT REQUIRES GOING SOMEWHERE I NEVER EVEN WANTED TO ***SEE*** AGAIN.

BUT I GUESS I KNEW SOMEDAY I'D HAVE TO...TO MAKE UP FOR WHAT I'VE DONE.
AND TO COLLECT A *DEBT* BECAUSE OF IT. A DEBT IN BLOOD.
YET NOW I'M HERE HUNTING SOMETHING ELSE...HOW IRRITATING.
STILL, I *SAW IT* IN LONDON, BUT IT DIDN'T MAKE SENSE...
THE SKULL'S GIANT *DEATHBOT* WAS BEING BUILT INSIDE THE TUNNELS OWNED BY LUKIN'S COMPANY...
...AND YET IT *ATTACKED* THE KRONAS BUILDING ONCE IT CLAWED ITS WAY OUT.
IT DIDN'T MAKE SENSE *AT THE TIME,* NOT UNTIL THE *CIVIL WAR* OVER HERE...
NOW IT SEEMS OBVIOUS LUKIN WAS TRYING TO ADD FUEL TO THAT FIRE.
BUT WOULD HE REALLY COLLUDE WITH THE *RED SKULL* FOR THAT? WITH SOMEONE HE HATED?
I GUESS IT'S TIME I FOUND OUT...

Altered Egos

THIS *ISN'T* WHAT WE AGREED ON, SKULL...OUR PACT WAS HIGHLY SPECIFIC IN ITS DETAILS.
SO WAS THE PACT BETWEEN STALIN AND HITLER, AND WE KNOW HOW *THAT* ENDED.
YES, WITH THE DEATH OF YOUR MASTER AND THE *RISE* OF THE MOTHERLAND.
YOU CALL THAT *RISING,* DO YOU?
SLOWLY LOSING A WAR FOR FIVE DECADES WHILE YOUR ENTIRE COUNTRY CRUMBLES AT YOUR FEET...?
AND HOW IS YOUR GLORIOUS *THOUSAND-YEAR REICH* FARING, THEN?
I CARE NOTHING ABOUT THE REICH, ALEKSANDER... I'M BIGGER THAN FASCISM NOW.
I AM MY OWN FORCE.

NO. YOU'RE AN ARROGANT **SADIST**, JOHANN...BUT THE FACT REMAINS THAT YOU'VE TAKEN **FAR TOO MUCH** TIME OUT THERE.
DON'T MAKE ME FIGHT YOU FOR DOMINANCE AGAIN, JOHANN...THIS **IS** MY TERRITORY, REMEMBER...
...AND I **WILL** CRUSH YOU IF YOU FORCE ME TO.
YOU WON'T DO **A THING**, LUKIN!
DO YOU **TRULY** WANT TO TEST THAT?
THERE IS NO TEST...I KNOW YOUR PART IN THIS MEANS TOO MUCH FOR YOU TO THROW IT AWAY...
I KNOW **ALL** YOUR SECRET THOUGHTS.
DAMN YOU...
WHAT? DID YOU THINK I WAS **SLEEPING** IN HERE ALL THIS TIME?

Proactive
THERE'S ONLY TWO OF THEM, DAMN IT!
CALL IN THE MODOC SQUADS!
AFFIRMATIVE!
SHARON! STOP THAT GUY!
ALREADY ON TOP OF IT!
KRAK
AHH!
DAMN IT!

SAM!
NO--DON'T WORRY ABOUT ME!
JUST GET TO THE COMPUTER BANK--DON'T LET 'EM WRECK IT!
WE NEED THAT INTEL TO FIND THE SKULL!
BUT--
JUST MOVE, GIRL! I CAN HANDLE THESE PILLHEADS ON MY OWN!
HURRY IT UP!
I'VE GOT TO ENTER THE CODES-- I CAN'T JUST--
GET AWAY FROM THERE!

BUDDABUDDABUDDA
BLAM
I SAID-- GET AWAY FROM THERE!
WAIT-- WAIT!
DON'T KILL ME!
PLEASE DON'T KILL ME...

I'M NOT... I...
SNIPER!
STEVE!
BLAM
BLAM
BLAM
OH GOD... OH...GOD... NO...
HEY?

RRRALFF--
I DON'T THINK SO.
WHUDD
SHARON? YOU OKAY...?
YEAH... I...I'M FINE...
JUST... I DON'T KNOW... JUST LOST MY EQUILIBRIUM FOR A MINUTE.
LET'S JUST... GET WHAT WE NEED AND GET OUT OF HERE...
ALL RIGHT. BUT TAKE IT SLOW, GIRL...
YOU DON'T LOOK GOOD.
I'M FINE, SAM...I'M FINE.

WHAT IN THE HELL IS GOING ON HERE?
SAM WILSON AND SHARON CARTER ARE ON THE SAME TRAIL I AM?
INTERESTING.
TONY'S GOING TO WANT TO HEAR ABOUT THIS.

Reactive
WHEN LUKIN FINALLY WALKS INTO HIS PENTHOUSE SUITE IN THE CORPORATE HEADQUARTERS, HE DOESN'T NOTICE THERE ARE NO GUARDS AT HIS DOOR...
HE'S DISTRACTED, TALKING TO HIMSELF...
--MEANS TOO MUCH FOR YOU TO THROW IT AWAY...
I WONDER FOR A MINUTE IF HE'S LOSING HIS MIND.
WHAT? DID YOU THINK I WAS SLEEPING IN HERE ALL THIS TIME?
THEN I DECIDE I DON'T CARE.
SLAMM
SURPRISED TO SEE ME?
NOT ENTIRELY... NO.
BUT I AM SURPRISED THAT WASN'T A KILLING BLOW.

YOU'VE LOST YOUR *TOUCH,* WINTER SOLDIER.
HARDLY...I'M JUST NOT HERE FOR THAT. NOT YET.
THEN WHY *ARE* YOU HERE? IF YOU'RE LOOKING FOR WORK...
DON'T EVEN *JOKE* ABOUT THAT.
YOU *DISGUST ME,* Y'KNOW THAT? ACT ALL HIGH AND MIGHTY...LIKE YOUR WORLDVIEW IS *SO* SUPERIOR...
BUT I FIGURED YOU OUT. FIGURED OUT WHAT A *SHAM* YOU REALLY ARE.
OH, *DID YOU,* NOW?
YEAH. YOU'RE WORKING WITH HIM, *AREN'T YOU?* WITH THE RED SKULL.
THAT'S LOW EVEN FOR *YOU,* LUKIN...AND YOU'RE *ALREADY* A MASS-MURDERER.
IS THAT A WORD *YOU* REALLY WANT TO BE TOSSING AROUND?
DON'T PUSH IT.
JUST TELL ME WHERE TO *FIND HIM* AND PRAY I ONLY *BREAK YOUR ARMS* THIS TIME.

YOU WANT TO FIND THE RED SKULL? NOW THAT IS AMUSING...
MORE SO THAN YOU CAN EVEN REALIZE.
WHAT THE HELL DOES THAT MEAN?
THAT YOU HAVE NO IDEA WHAT YOU'RE DOING.
HANDS OFF THE BOSS MAN, SIDEKICK.
DO YOU SEE NOW?
AW, $#*@...

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THERE'S NO ONE HERE, DIRECTOR STARK.
THIS PLACE HAS BEEN DESERTED.
I CAN SEE THAT.
FIND WHAT YOU CAN.
EVERY AGENT WHO DROPPED OFF OUR GRID YESTERDAY WAS SEEING THAT MAN FOR PSYCHIATRIC EVALUATIONS.
HE'S THE ONLY LINK BETWEEN ALL OF THEM.
SO I WANT THIS DOCTOR BENJAMIN FOUND...AND I WANT HIM FOUND AS CLOSE TO NOW AS POSSIBLE.
WE'RE DOING OUR BEST, SIR.
I DON'T WANT TO HEAR THAT, AGENT 32. I REALLY DON'T.
32--WE GOT SOMETHING IN THE BASEMENT.
HOLD ON, SIR... JUST ONE MINUTE.
DIRECTOR STARK--I HAVE CODENAME BLACK WIDOW ON LINE 3 FOR YOU.
PUT HER THROUGH.

NATASHA, WHAT'S YOUR PROGRESS?
NOTHING OF SUBSTANCE TO REPORT YET, TONY. BUT I HAVE COME ACROSS ONE LEAD... MAYBE.
DIRECTOR STARK?
HOLD ON, 'TASHA.
YES, AGENT 32, GO AHEAD.
SIR, WE'VE GOT A BIG PROBLEM. DOCTOR BENJAMIN IS IN A FREEZER IN HIS OWN BASEMENT...
...AND IT LOOKS LIKE HE'S BEEN HERE FOR A LONG TIME.
DAMN IT.
ALL RIGHT. TIE IT OFF AND GET THE CRIME LAB IN THERE.
I WANT EVERY FIBER IN THAT HOUSE GONE OVER.
YES, SIR.
PROBLEMS, TONY?
NOTHING BUT.
SO WHY DON'T YOU CHANGE THAT, AND TELL ME HOW YOU'RE GOING TO FIND THE WINTER SOLDIER?

I'M AN IDIOT.
RUSHING IN BLIND.
FRANKLY, I CAN'T BELIEVE YOU CAME THIS CLOSE...YET STILL MISSED IT.
HOW COULD I BE SO STUPID?
WOULD THE ALEKSANDER LUKIN YOU KNEW EVER WORK WITH THE RED SKULL VOLUNTARILY?
NO... I THINK NOT.
I DESERVE TO LOSE THIS FIGHT...
...BUT I'LL BE DAMNED IF I'M GOING TO.
NOT SO EASY NOW, IS IT, KID?!
NOW THAT I DON'T HAVE A FRACTURED SKULL!
GIMME A MINUTE, WISEASS... AND I'LL FIX THAT.

TAKE HIM, BROCK!
CRIPPLE HIM!
AAHHHH!
YAAA--
DAMN IT!
YES... PLAY YOUR GAME...
PRETEND YOU HAVE A CHANCE.
KRAKK
UHTT!

WHUDD
KSSHHH
UHHNNNN...
THAT BREAK ANYTHING? 'CAUSE I STILL--
YIIII--
SMAK
HAVE YOU EVER FOUGHT ANYONE WHO KNOWS WHAT THEY'RE DOING?
OR JUST INNOCENT BYSTANDERS?
...WUHHH...

YOU...
YOU SHOT MY FRIEND.
HIKK!
AND I DON'T HAVE MANY FRIENDS.
HHHKKKKK--
KKKKKKK
INTERESTING...
ROGERS WOULD NEVER THINK OF COLD-BLOODED MURDER AS AN OPTION.

HUHHH--
AHH... THAT'S *MUCH* MORE LIKE ROGERS.
DAMN YOU!
DON'T YOU EVEN SAY HIS *NAME!*
HIS NAME MEANS *NOTHING*...NOT ANYMORE.
YOU'RE THE ONE THAT DESERVES TO *DIE!*
DESERVE... IS THAT REALLY A WORD *YOU* WANT TO USE...
...WINTER SOLDIER?

YOU GO TO HELL!
SEND ME THERE. DO WHAT YOUR PARTNER NEVER COULD.
OF COURSE, THEN YOU'LL NEVER FIND OUT WHO IT WAS THAT BETRAYED HIM.
OH, AND ONE MORE THING...
...SPUTNIK.
DAMN... WHAT'D YOU DO, BOSS?
USED AN OLD SHUTDOWN CODE FROM HIS SOVIET HANDLERS... SADLY, IT WILL ONLY WORK ONCE.
YOU HAD THAT THE WHOLE TIME? WHY DIDN'T YOU USE IT?
BECAUSE I NEEDED TO SEE IF HE WAS WILLING TO KILL YOU...
...OR IF HE WAS GOING TO BE COMPLETELY WORTHLESS TO ME.

OKAY... I KNOW...
CAPTAIN AMERICA LIVES
CAWWWW
I KNOW. YOUR WING IS HEALED UP FINE...
YOU'RE READY TO GO OUT ON PATROL AGAIN.
KROOOOO?
YEAH, I GOT ALL BURNED UP.
NOTHING SERIOUS, THOUGH, JUST SCALDED MY PRIDE.
LEAST I GOT THE OLD OUTFIT REDONE A WHILE BACK...
SKEEEE!

HEY!
FREE ME
EASE UP, SAM...I'M A FRIEND.
NATASHA?
WHAT ARE *YOU* DOING HERE?
I THINK WE'RE WORKING THE SAME CASE...
...ALTHOUGH MAYBE FOR DIFFERENT *REASONS.*
OH, YEAH? AND WHAT CASE IS *THAT?*
I'M LOOKING FOR THE WINTER SOLDIER... JUST LIKE YOU AND YOUR FRIEND, AGENT 13...
OR SHOULD I SAY *EX-*AGENT 13?

NO...
NO NO NO NO NO NO NO.
IT'S A TRICK...
ANOTHER TRICK OF THEIRS...
IT HAS TO BE... RIGHT?
OH GOD... STEVE...
OH GOD.
pregnant
not pregnant
WHAT AM I GOING TO DO...?

Tony-
If you're reading this
things have gone wo
than either of us
DAMN IT.
YOU'RE MAKING ME WANT A *DRINK*, STEVE...
...AND I *KNOW* THAT WOULDN'T MAKE YOU HAPPY.

COMPUTER, UPLOAD FILE "FALLEN SON" ON ALL SCREENS.
家族

STRATEGIC HAZARD INTERVENTION ESPIONAGE LOGISTICS DIRECTORATE
CAP TRAITOR
NNYYYAAAAAA!
RRAAAAA!
FREE CAPTAIN AMERICA
DAMN IT!

AH, GOOD... YOU'RE AWAKE...
MY NAME IS DOCTOR FAUSTUS...
...AND I'VE BEEN WAITING A *LONG TIME* TO MEET YOU.
IN FACT, I'VE HEARD SO MUCH ABOUT YOU *OVER THE YEARS*...
...THAT I FEEL I *ALREADY* KNOW YOU.
KNOW ME? YOU DON'T KNOW *JACK*, FATTY!
SADLY, THAT'S TRUE FOR NOW...BUT I WILL *SOON*, BUCKY.
I'D WAGER THAT IN A FEW DAYS...

"...I'LL KNOW YOU BETTER THAN YOU KNOW *YOURSELF*."
BLAM
BLAM
BLAM
...SHARON...
...YOU TAKE MY... BREATH...
HE KNEW.
STEVE KNEW WHAT I'D DONE.

A HUNDRED NEWS CAMERAS, AND NOT A SINGLE ONE WITH A CLEAR VIEW OF THE MURDER.
JUST THE RUSHING CROWD... THE PANIC AFTER THE SNIPER.
NO SATELLITE FOOTAGE, EITHER. ALL CAMERAS WERE *DIVERTED*.
ALTHOUGH ***NICK FURY'S*** FINGERPRINTS ARE ALL OVER THAT ONE.
PROBABLY HAD ***AT LEAST*** ONE PLAN TO FREE STEVE THAT HE DIDN'T WANT RECORDED.
STILL, EVEN SHARON CLAIMED SHE DIDN'T SEE ANYTHING.
SHE'S RIGHT THERE, AND SHE...
SHE'S RIGHT THERE.
ANNA? THAT LIST OF DR. BENJAMIN'S ***PATIENTS...***
DID THAT INCLUDE ***NON-ACTIVE*** AGENTS, TOO?
I'LL CHECK, SIR.

I CAN'T SPEAK FOR SHARON, BUT I DON'T SEE *WHY* SHE'D BE AGAINST IT.
GET A LOT *MORE* ACCOMPLISHED IF WE POOL OUR ENERGIES.
WELL, SHE LEFT S.H.I.E.L.D. UNDER PRETTY EXTREME CIRCUMSTANCES...
THEY'RE KIND OF EXTREME TIMES, NATASHA...
HARD TO BLAME HER.
AH, THAT'S BETTER, AGENT 13... READY FOR ACTION.
READY TO GO TO WORK AGAIN.

HEY, SHARON? YOU UP YET?
HOW DO YOU KNOW SHE'S EVEN HERE?
'CAUSE I DROPPED HER OFF LAST NIGHT, AND SHE WAS IN A BAD WAY...
SHARON?
JUST A MINUTE, SAM... I'LL BE RIGHT OUT...
I'M NOT DRESSED YET.
ALL RIGHT...
I BROUGHT A FRIEND, TOO, WHO NEEDS TO TALK TO US...
MAYBE HELP US OUT WITH OUR PROBLEM.
SOUNDS GOOD.

DAMN IT.
SMART ENOUGH TO SEE THE FUTURE...
...BUT STILL CAN'T SEE THE FOREST FOR THE TREES, CAN YOU, TONY?
AGENT 982: EDMUNDS. Gary. M.
STATUS:ACTIVE
AGENT 58: GEORGE. David. P.
STATUS:ACTIVE
AGENT 13: CARTER. Sharon
STATUS:NON-ACTIVE
AGENT 77: BISH
STATUS:ACTIVE
THERE WAS NO REASON TO SUSPECT HER...AND NO EVIDENCE...
STATUS:NON-ACTIVE
I STILL SHOULD'VE SEEN IT.
NATASHA, COME IN.
WE HAVE A BIG PROBLEM.

WHAT'S UP, TONY?
I'M WITH OUR PRINCIPALS NOW.
CHANGE OF PLANS. YOU NEED TO TAKE AGENT 13 INTO--
OH, HEY SHARON... WHAT'S--
BRAKK
BRAKK
AAHH!

NATASHA!
THIS IS DIRECTOR STARK BROADCASTING ON ALL S.H.I.E.L.D. CHANNELS.
I NEED A QUICK RESPONSE TEAM TO BLACK WIDOW'S GLOBAL POSITION-- NOW!
I'LL BE MEETING THEM THERE.
DAMN IT, STEVE...
...IT'S ALL FALLING APART WITHOUT YOU HERE.

worst is to happen, I'm trusting you to d
two things: Don't let Bucky drift back into anger and confusion. He has a chance at a new life - help him find his way. Save him for me. And as for Captain America, the part of it that is bigger than me - thats always been bigger than me - Don't let it die, Tony.

America needs a Captain, maybe now more than ever. Don't let that dream die

Yours,
Steve Rogers

JUST LIKE I KNEW IT WOULD.
To Be Continued...

PART ONE

CAPTAIN AMERICA IS DEAD...
...AND *WE* KILLED HIM, SHARON.
WE *KILLED* STEVE ROGERS.
STOP IT... THAT'S NOT FAIR.
IT WAS *DOCTOR FAUSTUS,* CONTROLLING US...OR *ME*...BUT IT *WASN'T* ME.
IT WAS OUR HAND ON THE TRIGGER, SHARON.
YOU *CAN'T* DENY THAT.
...NO...
WHY ARE YOU FIGHTING THIS?
WHAT REASON *HAVE YOU* TO FIGHT?
THAT'S RIGHT. NONE.
NOW DO AS WE WERE *TOLD*...
...AND GO JOIN THE REVOLUTION.

YOUR FULL NAME IS JAMES BUCHANAN BARNES, BUT THE ONLY THING THE KIDS ON THE BASE *EVER* CALLED YOU WAS *BUCKY*...
AND CAPTAIN AMERICA IS YOUR BEST FRIEND.
CAP!
HEADS UP--*FOUR O'CLOCK!*
YOU WERE TWELVE YEARS OLD WHEN THE COLONEL AND THE CHAPLAIN CAME TO TELL YOU ABOUT YOUR FATHER'S ACCIDENT.
YOU WERE ALREADY A TOUGH KID, BUT *THAT* WAS THE LOSS THAT TOUGHENED YOU INSIDE.
DAMN IT! THEY'VE GOT *REINFORCEMENTS!*
FIND COVER!

HOW YOU TALKED THEM INTO LETTING YOU STAY ON THE BASE WHILE YOUR LITTLE SISTER WAS SENT AWAY TO BOARDING SCHOOL IS A MYSTERY EVEN TO YOU.
BUT THE MILITARY IS THE ONLY LIFE YOU'VE KNOWN, AND THE ONLY ONE YOU WANT. MAYBE THEY SAW THAT.
ALL RIGHT--*ON MY SIGNAL!*
FLANK LEFT!
IT'S NOT AS IF YOU DIDN'T CAUSE THEM ***PROBLEMS*** IN THE FOUR YEARS BEFORE YOU BEGAN TRAINING. ALL YOUR FIGHTS WITH THE OTHER KIDS.
SOME WOULD EVEN SAY YOU WERE A ***BULLY.*** STEVE ROGERS ***CERTAINLY*** WOULD'VE THOUGHT SO IF HE'D KNOWN YOU THEN.
STAY STEADY...I'LL TAKE THE LEAD IN HERE.
I CAN HANDLE IT.
I'VE GOT THE *TOMMY GUN,* AFTER ALL...

YOU KNEW THAT THE FIRST TIME YOU MET HIM. KNEW HE'D SEEN THE BEST IN YOU, RIGHT AWAY...
AND THAT THE *WORST* IN YOU, THE ANGER AND FEAR OF THE ORPHAN KID, THE CAMP MASCOT...YOU'D NEVER LET HIM SEE THAT PART.
DOUBLE JERRIES UP AHEAD...
HAVEN' SPOTTED US YET.
OKAY. DO IT.
HE REMINDS YOU OF YOUR FATHER, ALTHOUGH YOU DON'T REALIZE THAT FOR MONTHS.
WHEN HE HAS TO HURT OR KILL THE ENEMY, HE TAKES NO JOY IN IT. BUT HE DOESN'T SHY AWAY FROM THE TASK. HE KNOWS HE CAN'T.
COMIN' UP ON THE TURRET POSITION, STEVE...
GOOD.

THERE'S A COURAGE INSIDE HIM THAT HAD TO HAVE BEEN THERE BEFORE THE EXPERIMENT THAT MADE HIM SO STRONG AND FAST.
IT'S THE SAME KIND OF COURAGE YOUR FATHER HAD.
BUDDA BUDDA BUDDA
AND NOW, AFTER MONTHS FIGHTING SIDE-BY-SIDE ON SECRET MISSIONS FOR THE U.S. ARMY, THE TWO OF YOU ARE LIKE BROTHERS.
WHICH MAKES IT ALL THE MORE TRAGIC WHEN YOU REALIZE HE'S A TRAITOR.
STEVE!! WHAT THE HELL'RE YOU DOING?!
THOSE ARE OUR GUYS!
HEIL HITLER!
MAKE WAY FOR THE MASTER RACE!
BUDDA BUDDA BUDDA

NOOO--
NOOOOOOO!
INTERESTING... I EXPECTED YOU TO BREAK EASILY, AFTER WHAT THEY *TOLD ME* ABOUT YOU...
ABOUT WHAT HAD BEEN *DONE* TO YOU BY THE RUSSIANS.
BUT YOU'RE GIVING ME QUITE THE CHALLENGE.
...GET...
...GET OUT OF MY HEAD...*FAT MAN*...
I UNDERSTAND *MORE* ABOUT THE HUMAN MIND AND ITS WORKINGS THAN ANYONE ON THIS PLANET, BOY...
DO YOU *TRULY* THINK I CARE IF YOU CALL ME FAT?

...NO ONE... LIKES...BEING FAT...
...SO, YEAH... I THINK IT BUGS YOU.
PERCEPTIVE. INCORRECT, IN THIS CASE, BUT STILL... I LIKE IT.
IT SHOWS YOU'VE GOT A MEAN STREAK...I CAN USE THAT.
YOU SON OF A BITCH!
NURSE, LET'S DOUBLE THAT DOSAGE THIS TIME.
YES, DR. FAUSTUS.
I DON'T LIKE TO WORK ON DEADLINE, BUT I'M CONFIDENT YOU AND I CAN FIND A WAY TO EXPEDITE THIS PROCESS, JAMES...
IT WON'T WORK, YOU--
--GUHH...
EXCELLENT...
NOW LET'S START AGAIN.

Elsewhere...
WHOA, SAM...TAKE IT EASY.
STARK...?
OW. DAMN... HOW LONG HAVE I BEEN OUT?
SINCE YESTERDAY MORNING.
SHE HIT BOTH OF US WITH A NEURAL NEUTRALIZER. S.H.I.E.L.D. ISSUE.
VENTION ESPIONAGE
SHE...? WHO ARE WE TALKING ABOUT HERE, NATASHA?
AGENT 13, SHARON CARTER.
SHE'S BEEN COMPROMISED. TO WHAT EXTENT, WE DON'T YET KNOW...
...BUT WE'RE RELATIVELY CERTAIN SHE SHOT STEVE ROGERS THREE TIMES AT CLOSE RANGE... KILLING HIM.
WHAT? NO...
NO WAY.

I DIDN'T WANT TO BELIEVE IT EITHER, SAM.
THAT'S *BULL!*
SHARON *LOVED* STEVE!
YOU--OF ALL PEOPLE--DO *NOT* GET TO ACCUSE ANYONE *ELSE* OF--
LET ME *FINISH.*
IT'S *MORE THAN LIKELY* SHE'S NOT IN CONTROL OF HER OWN MIND.
AND SHE'S NOT THE ONLY ONE...
IN THE PAST FEW DAYS *TWENTY* S.H.I.E.L.D. AGENTS HAVE DISAPPEARED.
THE ONE *LINK* BETWEEN THEM ALL WAS A *PSYCHOLOGIST* IN OUR ADMINISTRATIVE OFFICE.
WHO WAS *APPARENTLY* WORKING FOR THE RED SKULL AND *NOT* S.H.I.E.L.D.
THAT'S HOW THEY WERE ABLE TO FREE CROSSBONES?
YES...MORE THAN *HALF* HIS SECURITY DETAIL DIDN'T SHOW UP FOR WORK AND HAVEN'T BEEN SEEN SINCE.

SO, YOU'RE SAYING THIS...SHRINK...THAT HE BRAINWASHED SHARON?
AND A LOT OF OTHER AGENTS.
WE'RE STILL ASSESSING THE FULL EXTENT OF THE DAMAGE.
YOU CAUGHT THIS GUY?
NOT EXACTLY. WE FOUND HIS FROZEN CORPSE IN HIS OWN BASEMENT...
BUT WE KNOW WHO WAS PRETENDING TO BE HIM.
DOCTOR FAUSTUS'S GRAVE WAS EXHUMED EARLIER TODAY...
THERE WAS NO BODY IN IT.
FAUSTUS AND THE RED SKULL ARE WORKING TOGETHER... AND SHARON'S UNDER THEIR CONTROL...
THAT IS NOT GOOD NEWS, PEOPLE.
NO, IT'S NOT... BUT I HAVE ANOTHER QUESTION.
SHARON ONLY STUNNED YOU TWO, WHEN SHE COULD HAVE KILLED YOU...WHY?
I DON'T KNOW, TONY... DOES IT MATTER?
IT MIGHT.

THEY'RE ALL ASSEMBLED? THE ENTIRE SECURITY FORCE?
YES, GENERAL...TWO THOUSAND MEN.
AND ALL HAVE BEEN TREATED WITH DR. FAUSTUS'S GAS.
AND WHAT OF THE S.H.I.E.L.D. AGENTS WHO HAVE COME OVER TO OUR SIDE?
THEY'LL BE WATCHING AT A REMOTE LOCATION, SIR.
ON A SECURE BROADCAST.
IT HAD BETTER BE SECURE...
...THERE ARE SECRETS WE NEED NOT TO REVEAL TO THE WORLD, YET.
NOT WITH SO MUCH AT STAKE.

SOLDIERS OF KRONAS!
I STAND BEFORE YOU UNDER A PACT WITH YOUR LEADER, GENERAL ALEKSANDER LUKIN!
I COME HERE TO TELL YOU THE GREAT DAYS YOUR GENERAL HAS WAITED FOR...THE DAYS YOU HAVE ALL WAITED FOR...ARE NEARLY UPON US!
SOON, YOUR GREAT GENERAL AND THE RED SKULL WILL LEAD YOU TOGETHER INTO THE PATHS OF HISTORY!
AND NONE SHALL EVER FORGET WHAT IS TO COME...
...WHEN WE WRITE AMERICA'S EPITAPH IN ITS OWN BLOOD!

DO YOU REMEMBER WHAT IT FELT LIKE, BUCKY...TO BE PART OF A TEAM?
YOU WERE *THE INVADERS*...THE ALLIED FORCE'S *SECRET WEAPON* AGAINST THE AXIS WAR MACHINE.
OF COURSE, UNLIKE THE *OTHERS*, YOU HAD NOTHING *SPECIAL* TO OFFER.
THEY SOARED ABOVE YOU... ALL OF THEM.
CAN YOU *REMEMBER* THAT? *OVERWHELMING* FEELINGS OF JEALOUSY...OF *NOT* MEASURING UP?
NO... THAT'S NOT RIGHT...
THERE'S NO POINT ARGUING IT... THEY WERE LIKE *GODS*, WHILE YOU...

...YOU WERE BARELY *HUMAN.*
A KILLER OF MEN.
STOP!
SHUT UP!
IT WAS WAR...WE ALL KILLED...
...WE HAD TO...
THAT'S RIGHT, BUCK. AND REMEMBER...
...THE ONLY *GOOD* KRAUT IS A *DEAD KRAUT!*
CAP. BUT THAT'S NOT--
OH, *OKAY*...I GET IT...

NICE TRY... BUT IT *AIN'T* GONNA WORK...
CAN'T TWIST IT AROUND...NOT ANYMORE...
CAN'T MAKE ME THINK THOSE GUYS WERE... *ANYTHING* BUT HEROES.
OH, IS THAT SO?
WASTIN' BOTH OUR TIME HERE... MIGHT AS WELL JUST *SHOOT ME*...
NO...I THINK YOU JUST NEED TO BE SHOWN THAT IN *OUR WORLD,* THERE ARE NO *TRUE* HEROES...
LET'S TALK ABOUT *ANOTHER* BATTLE YOU FOUGHT AT YOUR *CAPTAIN'S* SIDE...
HEY-- **AHH!**
THE DAY *YOU* DIED... AND *HE* DIDN'T...

YOU REMEMBER THAT DAY, DON'T YOU? AT BARON ZEMO'S HIDDEN FORTRESS IN THE CHANNEL ISLANDS...
...TRYING TO STOP HITLER FROM GETTING HOLD OF ONE OF THE ALLIES' NEW SECRET WEAPONS.
IT'S BOOBY-TRAPPED, STEVE! DROP OFF!
NO--YOU HAVE TO DEFUSE IT, BUCKY!
THIS PROTOTYPE CAN'T BE DESTROYED!
BUT--I CAN'T! IT'S GONNA BLOW!
DON'T GIVE ME THAT, SOLDIER! YOUR JOB IS TO FOLLOW ORDERS!
THE ONLY ONE OF US WHO MATTERS IS GOING TO SURVIVE THIS!
JUST DO YOUR JOB!
STEVE! WAIT!!

BUT YOU *FAILED*, DIDN'T YOU? THE DEVICE DETONATED, AND ALL OF UNCLE SAM'S INVESTMENTS WERE *WASTED*...
THE REMOTE PLANE...
...CAPTAIN AMERICA...
AND YOU...A BOY THEY RAISED MOST OF HIS LIFE...A BOY THEY *TRAINED*...

...FALLING INTO THE HANDS OF THE ENEMY.
TO BE BROUGHT BACK TO LIFE AND TURNED AGAINST YOUR OWN PEOPLE.
IT'S A FATE *WORSE* THAN DEATH... YOU CANNOT DENY IT.
IF ONLY STEVE HAD ALLOWED YOU TO LEAP FREE OF THE BLAST...
NO, IT WASN'T LIKE THAT...
I WANTED TO STOP THE BOMB, THEN I GOT CAUGHT ON IT...

STEVE TOLD ME TO DROP OFF... STEVE SAID...
NO, HE SURVIVED...
WHILE YOU LOST BODY PARTS...
...AND *DIED* IN FREEZING WATER...
NO...
YES. YOU...WERE WORTHLESS...
UNAPPRECIATED.
UNWANTED.
CAN'T YOU SEE IT?
THE ONLY TIME YOU WERE *REALLY* VALUED...

...WAS WHEN THEY CALLED YOU *WINTER SOLDIER.*
...WHAT... I...
...WHAT AM I *DOING* IN THESE RESTRAINTS?
AND WHY THE HELL ARE YOU *LOOKING AT ME* LIKE THAT?
DO YOU KNOW WHO I AM?
DR. FAUSTUS. YOU WORK FOR MY BOSS, *LUKIN.*
AND YOU ARE UNDER *MY* COMMAND, SOLDIER?
I FOLLOW *ORDERS,* AND YOU'RE HIGHER UP THE CHAIN.
HEH. I KNEW THE WAY WAS *WITHIN* YOU...
...THAT I ONLY HAD TO *LEAD* WHERE YOU HAD *ALREADY* BEEN.
OKAY, GABBY HAYES... NOW HOW ABOUT *UNLOCKING* ME?
YES, YES...OF COURSE.

THAT'S MORE LIKE IT. NOW WHERE ARE MY--
ONE MOMENT, SOLDIER...
WHAT DO YOU MEAN?
...EVEN I CAN BECOME *OVERCONFIDENT.*
THAT I DON'T TAKE ANYTHING AT FACE VALUE.
YOU WILL FOLLOW *MY ORDERS,* JUST AS YOU WOULD THOSE OF *GENERAL LUKIN?*
OF COURSE, SIR. I THOUGHT WE'D ALREADY ESTABLISHED THAT.
I WANT YOU TO TAKE THIS GUN...
...AND KILL YOUR *NURSE.*
WHAT? WHAT DID YOU *JUST* SAY?!

YOU REMEMBER AGENT 13, DON'T YOU? SHARON CARTER?
WAIT! HEY-- STOP!
I'D LIKE YOU TO BLOW HER BRAINS OUT FOR ME.
NOT A PROBLEM.
FAUSTUS! CALL HIM OFF, DAMN YOU!
YOU DON'T WANT TO DO THIS!
PLEASE! NO!
BLAM!

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WE WILL NEVER FO

PART TWO

YEAH... BLANKS.
THAT'S WHAT I FIG--
AAAAHHH!
FRAAAAZZTT
YOU MUST'VE KNOWN YOU COULDN'T SUCCESSFULLY TURN THAT GUN ON ME...

...YOU COULD'VE AT LEAST *TRIED* TO SHOOT HER...FOR *APPEARANCES.*
SINCE YOU WERE *SO CERTAIN* THERE WERE *BLANKS* IN THAT GUN...
...GO TO HELL...
...GET A SHOT AT YOUR FAT HEAD...
...AIN'T GONNA... WASTE IT...
AH, JAMES...
YOU'RE BECOMING JUST AS *TIRESOME* AS ROGERS WAS.
KNNCH!

YOU PLAYED YOUR PART WELL, AGENT 13. I ALMOST BELIEVED YOU WERE REALLY FRIGHTENED.
BUT DID YOU KNOW YOU HADN'T BROKEN HIM?
I WASN'T CONFIDENT EITHER WAY, FRANKLY...
...BUT A HOSTILE PATIENT IS ALWAYS MORE DIFFICULT.
YOU HAVE TO BREAK THEM OVER AND OVER AGAIN, TO BE CERTAIN.
BUT THEY'RE USELESS OTHERWISE.
THEY HAVE TO BE WILLING TO DO ANYTHING FOR YOU. TO DIE...OR TO KILL...
...AS YOU WELL KNOW, MY DEAR.
UH... OF COURSE, DOCTOR...
STOP IT, SHARON. STOP THINKING.
JUST LISTEN TO THE DOCTOR.

ARE YOU *SURE* YOU'RE HEARING HIM RIGHT?
I'M NOT "HEARING HIM" *AT ALL*, 'TASHA. REDWING'S *SHOWING ME* WHAT HE SAW, IN MY HEAD.
AN' HE SAW SHARON GO INTO *THAT* MANHOLE YESTERDAY AFTER SHE *ZAPPED* US.
DIDN'T YOUR *BIRD* GET ZAPPED TOO?
PROBABLY ONLY GOT A LITTLE FEEDBACK FROM BEING *NEXT TO US...* SHE WASN'T SHOOTING AT *HIM*.
YOU WANNA *ARGUE* WITH HIM ABOUT IT?
NO, I JUST...I HATE GOING INTO SEWERS.
NOTHING GOOD *EVER* COMES OF IT.
IT'S NOT EXACTLY *MY* ELEMENT, EITHER, GIRL...BUT YOU GO WHERE YOU GOTTA.
REDWING DOESN'T *MAKE* MISTAKES.
THIS HAD JUST BETTER NOT BE A MISTAKE, THAT'S ALL.
WELL...HE ISN'T *HUMAN*, SO I'LL GIVE HIM THE BENEFIT OF THE DOUBT.

ARE YOU ALL RIGHT?
I JUST FOUND OUT MY GOOD FRIEND KILLED MY **BEST FRIEND**, AND THAT SHE'S ***OUT OF HER MIND***...
SO, YEAH...I'M ***FINE.***
GOOD TO KNOW.
AND SEE? ***THIS*** IS WHAT I'M TALKING ABOUT...NOTHING GOOD.
YEAH... SECRET ENTRANCES INTO SUB-BASEMENT TUNNELS...
YOU WANNA CALL THIS IN?
LET'S SEE WHAT WE'RE ***DEALING WITH*** BEFORE WE DROP A S.H.I.E.L.D. ***ASSAULT UNIT*** INTO THE MIX.
WE WANT TO GET AGENT 13 OUT ***ALIVE***, AFTER ALL...

The S.H.I.E.L.D. Helicarrier
YOU'VE DOUBLE- AND TRIPLE-CHECKED THESE RESULTS, PROFESSOR?
S.H.I.E.L.D.
CARTER
SHARON
OF COURSE, DIRECTOR STARK.
IT'S A *POSITIVE* ON BOTH COUNTS.
THAT *PREGNANCY TEST* WAS *JUST* WHAT IT LOOKED LIKE...
...AND FORENSICS CONFIRMED THERE WERE *NO FINGERPRINTS* ON IT BUT AGENT 13'S.
PASS
OKAY. I WANT *ALL* YOUR REPORTS ON THIS. ALL THE HARD COPIES.
I'M *DELETING* ALL ELECTRONIC RECORDS OF IT FROM OUR SYSTEM NOW.
SIR...?
PATIENT ASSESS
STOP
NO ONE IS TO KNOW ABOUT THIS. IS THAT UNDERSTOOD?

I DO NOT CARE HOW YOU DO IT, FAUSTUS... I WANT THE WINTER SOLDIER BACK.
HOW HE USED TO BE...THE RIGHT WAY.
AND IF IT CAN'T BE DONE IN TIME?
RAID
PFFAAH...YOU SHOULD KNOW BETTER THAN TO COMPLICATE MY PLANS WITH YOUR FAILURES.
IF HE CANNOT BE MADE USEFUL AGAIN IN LIFE, THEN WE WILL GET SOME USE FROM HIS CORPSE.
STOP THAT, SHARON. OF COURSE THEY MEAN TO KILL HIM.
AND THAT'S WHAT HE DESERVES, ISN'T IT? YES.
DOCTOR FAUSTUS, SIR... WE MIGHT HAVE A PROBLEM.
WHAT?
THERE WAS A POWER FLUCTUATION IN ONE OF OUR PERIMETER FIELDS. I SENT A SQUAD TO CHECK IT...

"...AND THEY AREN'T REPORTING BACK."
SO MUCH FOR THE *STEALTHY* APPROACH.
RAID
RAID...THIS IS THAT A.I.M. SPLINTER GROUP?
YEAH. *R*ADICALLY *A*DVANCED *I*DEAS IN *D*ESTRUCTION...REAL PSYCHOS. USUALLY WORK FOR THE RED SKULL.
YOU BETTER CALL IN THAT BACKUP NOW.
RA
I JUST SENT THE SIGNAL...
SO... *FULL FRONTAL ASSAULT* UNTIL THEY GET HERE?
NOW YOU'RE SPEAKING MY LANGUAGE.
LET'S GO FIND OUR GIRL.

UHHHNN!
DAMN IT!
THIS THING IS MADE OUT OF SOME KIND OF ADAMANTIUM MESH.
CAN'T EVEN BREAK MY LEFT ARM FREE.
SO HOW AM I GETTING OUT OF HERE?
AND THE EVEN BIGGER QUESTION... HOW AM I GETTING STEVE'S LADY FRIEND OUT WITH ME?
'CAUSE I SURE AS HELL AM NOT LEAVING HERE WITHOUT HER.
REEET-REEET-REEET
WHAT THE HELL?

REEET-REEEET-REEEET-REEET-REEEET-REEEET-REEET-REEEET
STOP THEM!
HOLD THIS LINE!
KRAKK
HOLD THIS--
--UURK!
WE HAVE VISUAL CONFIRMATION, DOCTOR...IT'S THE AVENGERS.
WHAT? THAT'S RIDICULOUS...HOW COULD--
IT'S JUST TWO OF THEM, SIR. BLACK WIDOW AND THE FALCON.
BLAST. ALL RIGHT, CONTINUE EVACUATION PROCEDURES. DESTROY ALL HARD DRIVES...
...AND BRING ME MY DAMNED PRISONER.

REEET-REEEET-REEEET-REEET-REEEET-REEEET-REEET-REEEET
LET'S GO, DAVEY... COME ON.
JUST BE READY WITH THAT STUN GUN.
I DON'T CARE IF HE'S ALREADY OUT, I'M TAKING NO CHANCES WITH THAT--
KRAK
AH!
--KK!
BZZAT
NOPE.
WHUUD
REEET-REEEET-REEEET
OKAY, BUCK... LOOKS LIKE YOU'RE GETTING PRETTY LUCKY TONIGHT.

LET'S SEE HOW FAR WE CAN STRETCH THAT.
HOLD IT RIGHT THERE!
BUDDA BUDDA
WHAMM
WHAKK
KRAK
OKAY...THEY'RE ALL HEADING THAT WAY...
SAFE BET THAT'S WHERE STEVE'S GIRL IS, THEN.
REEET-REEEET-REEEET
AND THAT WHOEVER *CAUSED* THIS FIVE ALARM PANIC IS IN THE *OTHER* DIRECTION.

DANG. THESE GUYS ARE ALMOST AS BAD AS HYDRA.
WHAT'RE THEY DOING, *TELEPORTING* 'EM IN?
LET'S *GO.* I NEED THIS SHIP *AIRBORNE*... NOW.
WE DO NOT HAVE *TIME* FOR MISTAKES.
DOCTOR, WE JUST GOT A REPORT. THE PRISONER'S GOTTEN LOOSE.
WHAT?!
HOW INCOMPETENT *ARE* YOU PEOPLE?
AGENT 13...DO YOU THINK *YOU* CAN HANDLE A MAN IN *RESTRAINTS?*
OF COURSE, SIR.

REEEET-REEEET-REEEET-REEEET-REEEET-REEEET-REEEET-REEEET
THAT'S RIGHT, SHARON...YOU'RE A SOLDIER, REMEMBER?
THIS IS WHAT YOU DO.
RA
YOU MOVE FAST, YOU FIND BUCKY, AND YOU--
SAVE HIM...
NO, THAT'S NOT PART OF YOUR PROTOCOL.
THEY'RE GOING TO KILL HIM...I CAN'T...
WHO ARE YOU TO QUESTION THE DOCTOR? THAT'S NOT FOR YOU.
REMEMBER, YOU KILLED STEVE ROGERS.
IF YOU'RE ORDERED TO, YOU'LL KILL THIS ONE, TOO.
NO... NO...
STOP.
PLEASE STOP...STOP THIS...
IT'S OKAY...

...WE'RE GETTING OUT OF HERE. YOU AN' ME.
OH...OH GOD.
ASSUMING THAT YOU'RE YOURSELF NOW.
I...I DON'T KNOW...I CAN'T...
HEY, COME ON... YOU CAN DO THIS, SHARON. YOU CAN--
BRZZAT
AHHHHHH!
YOU TWO-- TAKE THIS MAN TO THE EVAC SHIP. DOUBLE-TIME.
THAT'S IT... JUST LIKE A GOOD LITTLE SOLDIER.

GET HIM IN HERE-- NOW!
MOVE!
THEY GOT SOME KIND OF ESCAPE JET, 'TASHA!
GO, SAM! I'M FINE HERE!
MOVE THIS THING, LET'S GO!
THEY'RE PRACTICALLY ONBOARD!
YES, SIR. WE'RE GO FOR LAUNCH.
AW, HELL...

CLIMBING TO PROPER ELEVATION TO ACTIVATE STEALTH SHIELD, SIR...
...BUT WE'VE GOT ONE OF THEM ON OUR TAIL.

WE HAVE TO LOSE HIM.
I'LL TRY TO SHAKE HIM, BUT HE'S FAST, SIR, AND THIS SHIP HAS NO WEAPONS.
HEY... WHAT ARE YOU DOING...?
SHARON, STOP. WHAT ARE YOU--
SHUT UP.
WHAT DID YOU SAY?
THAT I KNOW HOW TO GET RID OF THE FALCON.
NO!

MY GOD!

UNH!
COME ON!
SKAASHHH!
...UHH... OW.

STEALTH MODE ACTIVATED, SIR.
WE'LL BE AT A SAFE LOCATION IN TEN MINUTES.
GOOD.
WHAT ARE YOU DOING INSIDE THAT HEAD OF YOURS?
WHY WOULD YOU *RELEASE* OUR PRISONER?
BECAUSE IT WORKED, DOCTOR...
...AND WEREN'T YOU GOING TO **KILL HIM** ANYWAY?
YES, **WELL...** YOU MAY JUST HAVE GOTTEN US BOTH KILLED, AGENT 13...AND THE DOCTOR DOES NOT LIKE THAT.

EASY, SAM...
AWW... DAMN. SORRY, 'TASHA...
CAN YOU STAND?
I THINK SO... YEAH...
WOO... THAT WAS SOME FALL.
HOW'S BUCKY?
PULSE IS STABLE. DOESN'T SEEM TO HAVE ANY MAJOR INJURIES...
OF COURSE, WE WON'T KNOW FOR SURE UNTIL WE GET THIS THING OFF OF HIM.
OH, LOOK, OUR BACKUP FINALLY SHOWED.
GOOD. THEY CAN TRANSPORT THE WINTER SOLDIER UP TO THE HELICARRIER...
...BECAUSE HE'S UNDER ARREST.

PART THREE

YOU'RE CORRECT, FAUSTUS...I SHOULD HAVE YOU KILLED.
BUT YOU STILL NEED ME.
YES... FOR NOW.
BUT A FAILURE LIKE THIS...LOSING THE WINTER SOLDIER...
MOST IN YOUR PLACE WOULD'VE FLED INSTEAD OF BRINGING THIS NEWS TO ME.
YOU DO HAVE A TENDENCY TO SHOOT THE MESSENGER, HERR SKULL.
BUT A MAN OWNS UP TO HIS MISTAKES, AND THIS ONE WAS MINE.
DAMN IT. WE'VE WAITED TOO LONG FOR IT ALL TO SLIP AWAY NOW.
I WANT THE WOMAN PUNISHED.
SHE'S IN A CELL. I'LL DEAL WITH HER SOON ENOUGH.
IS THE BODY READY?
ZOLA WILL MAKE SURE THAT IT IS.
THEN IF THE PLANS ARE IN PLACE... CAN WE SIMPLY MOVE UP THE TIMELINE?
WHAT OTHER CHOICE IS LEFT TO US, FOOL?
THAT DAMNED BOY KNOWS OUR SECRETS...

"...AND NOW HE'S IN THE HANDS OF THE *ENEMY*."
THINK IT'S REALLY *HIM*?
THOUGHT THE GUY WAS A MYTH...FROM, LIKE, THE COLD WAR.
I THINK HE'S KIND OF SEXY.
WHAT *IS IT* WITH WOMEN? THAT MAN IS A TRAINED *KILLER*.
OH, AND HALF THE MEN ON BOARD THE HELICARRIER AREN'T?
NOT LIKE THIS ONE.
THAT'LL BE *ENOUGH* SPECULATION, AGENTS.
I'LL BE HANDLING THE WINTER SOLDIER'S OBSERVATION FOR NOW.
OH, UM...YES, MA'AM.
AND OF COURSE, NOW THAT WE'VE *GOT* YOU HERE, THE REAL QUESTION IS...
...WHAT ON EARTH ARE WE GOING TO *DO* WITH YOU, *MILII MOI*?

ARE YOU KIDDING ME?
DO I MAKE A LOT OF JOKES, MILTON?
SERIOUSLY, THIS IS OUR DESIGN...OR, MOST OF IT IS, AT LEAST.
BUT, UH...HOW IS THAT EVEN POSSIBLE?
TWO POSSIBILITIES. EITHER S.H.I.E.L.D. HAD A RUSSIAN MOLE AT SOME POINT...
...OR THE PRISONER WE REMOVED THIS FROM IS WORKING FOR DIRECTOR FURY.
YOU MEAN, EX-DIRECTOR.
I SUPPOSE I DO...TO MY ETERNAL REGRET.
OKAY, THEN...SO LET'S SEE WHAT MODIFICATIONS HAVE BEEN MADE TO THIS--
YAAAIIII!
ZZAPTTT
CREIGHTON!

AAAHHH!
KRAKK
WAIT! WAIT!
WHAMM
RREENNK

NO, HE'S CONSCIOUS, BUT I HAVEN'T TALKED TO HIM YET, SAM.
NATASHA THINKS IT MIGHT BE BETTER IF SHE MAKES THE FIRST MOVE... WITH THEIR HISTORY AND ALL.
BE CAREFUL. WE DON'T KNOW WHAT THOSE SICK FREAKS DID TO HIM.
I CAN TAKE CARE OF MYSELF, SAM.
IT'S NOT YOU I'M WORRIED ABOUT, TONY.
THAT KID WAS IMPORTANT TO STEVE, SO NOW HE'S IMPORTANT TO ME.
DO YOU REALLY THINK I NEED TO BE REMINDED OF THAT?
LOOK, JUST FOCUS ON TRACKING FAUSTUS AND HIS PEOPLE...FINDING SHARON.
LET ME WORRY ABOUT BUCKY...

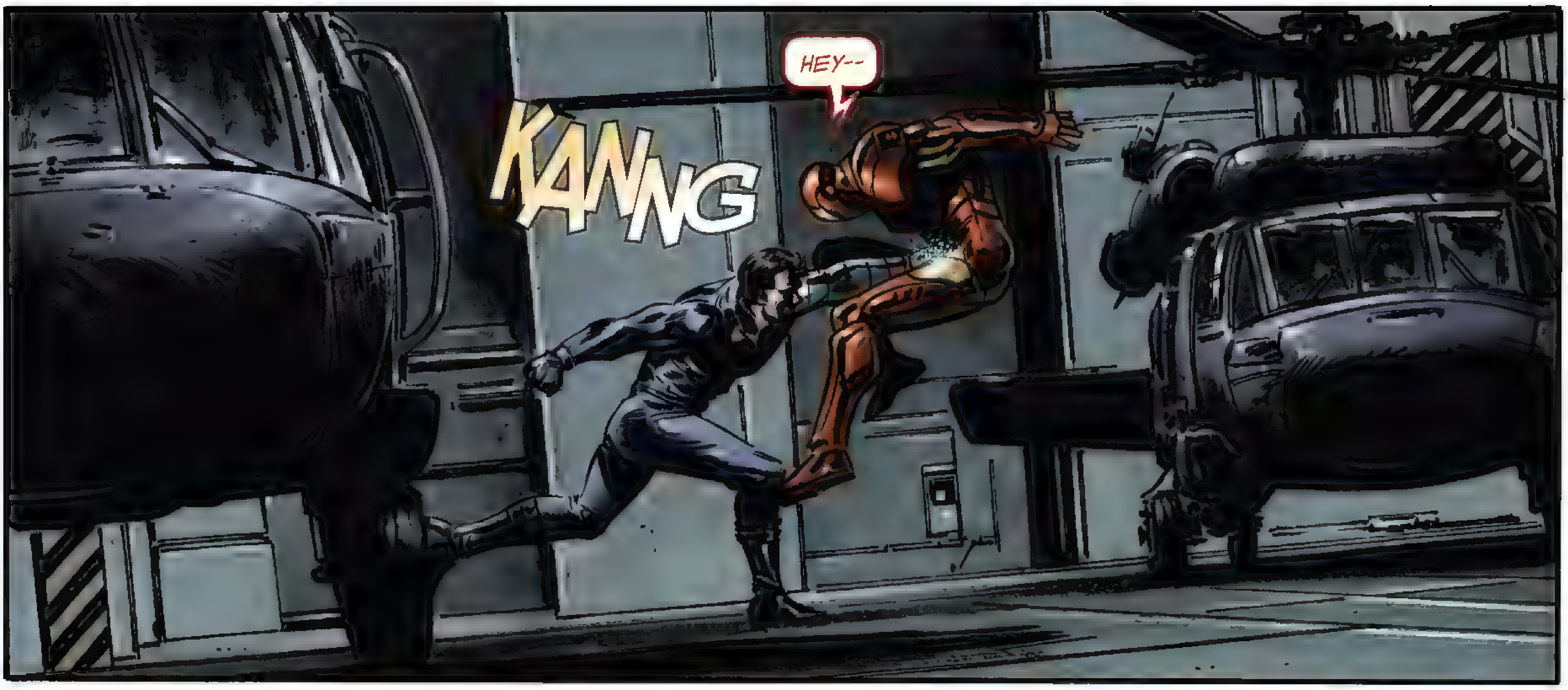
POWER GRID FLUCTUATION-- LEVELS TWO, THREE, AND SEVEN.
DAMN IT.
NATASHA, WHAT'S GOING ON DOWN THERE?
THE LIGHTS WENT OUT FOR A SECOND AND NOW MY SCREENS ARE ALL STATIC.
COMMS ARE SPOTTY THROUGHOUT THE WHOLE LEVEL. NO VIDEO FEED.
GET ME A SIT-REP. I'M ON MY WAY.
TONY, I WAS JUST LOOKING RIGHT AT HIM, I'M SURE IT'S--
--NOTHING...
LEVEL SEVEN
SECURE HOLDING

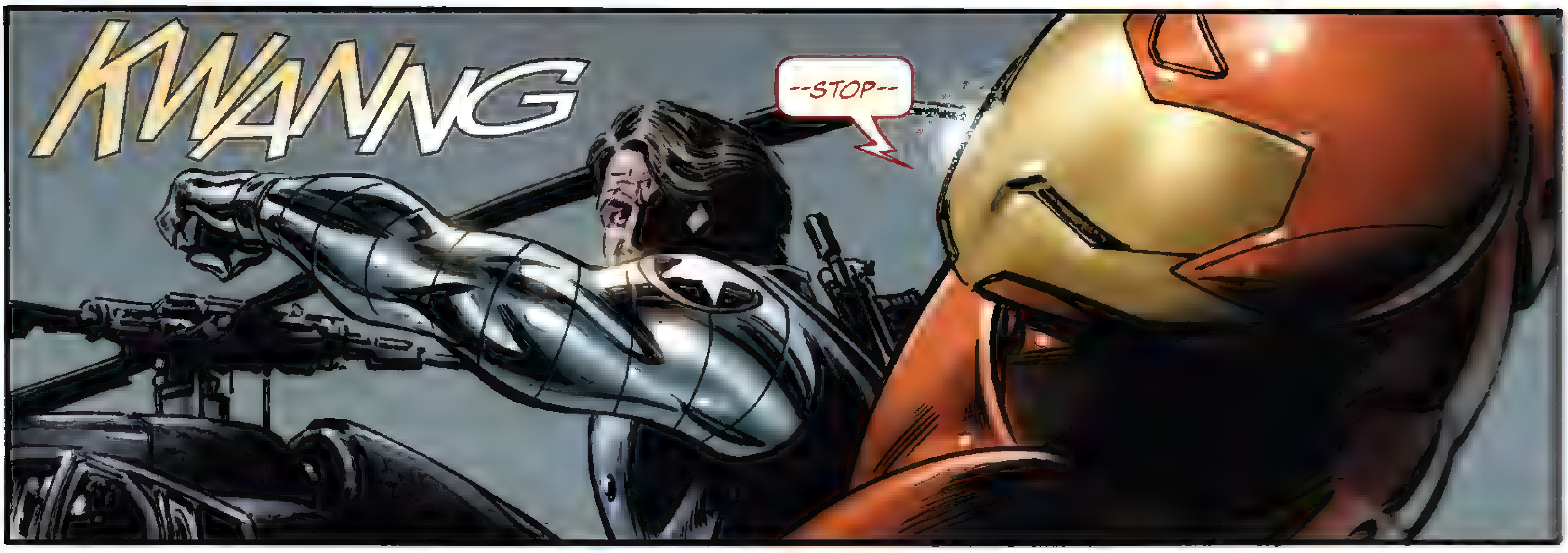
OKAY. IT'S *NOT* NOTHING.
I'VE GOT SIX AGENTS DOWN. ALL STILL BREATHING, THOUGH.
AND THE WINTER SOLDIER?
WOW. YOU'RE EVEN BETTER THAN I REMEMBER.
HE'S IN THE *WIND*, TONY...

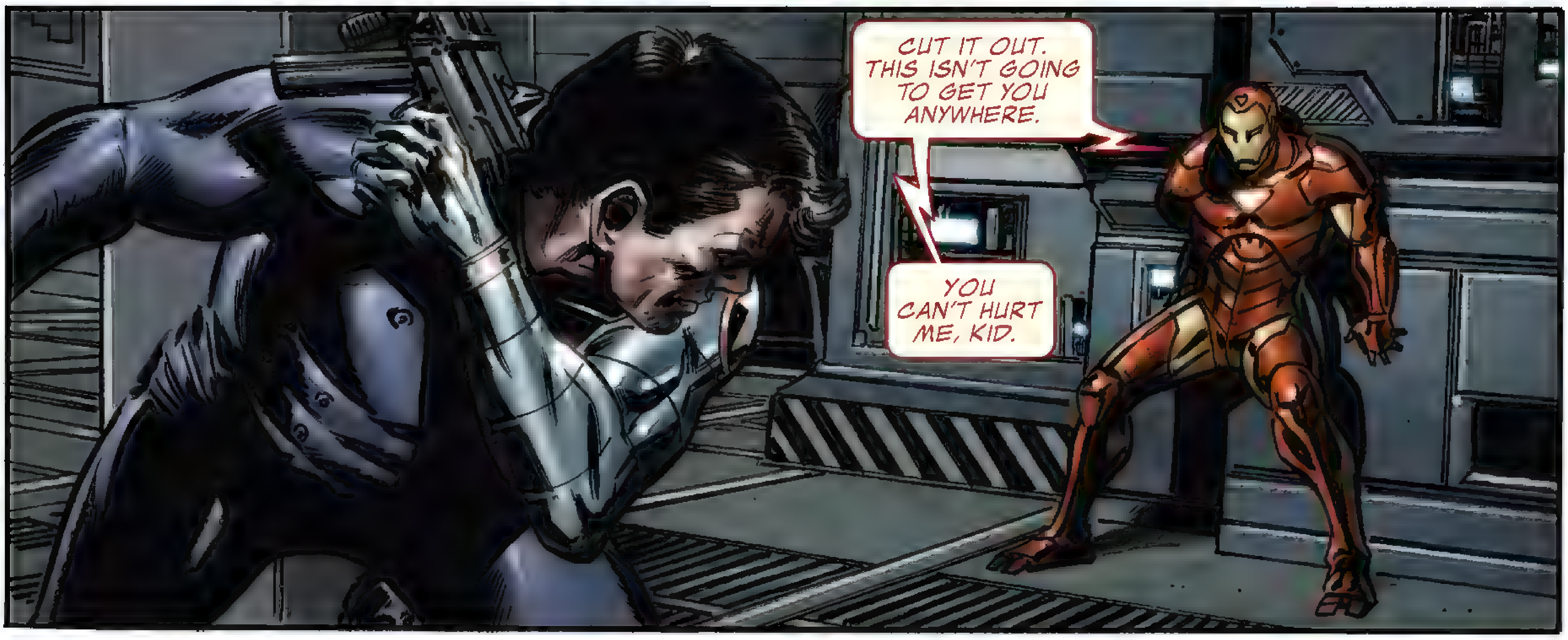
...YOU HAD BETTER WATCH YOUR BACK.
RIGHT.
ALL STATIONS, THIS IS DIRECTOR STARK. WE HAVE A 227 RED ALERT.
FUGITIVE ON BOARD. APPROACH WITH CAUTION OR NOT AT ALL.
USE OF LETHAL FORCE IS NOT, I REPEAT--NOT--APPROVED.
LEVEL 2-- POWER GRID FLUCTUATION RECORDED.
I NEED THIS MAN--
--ALIVE.

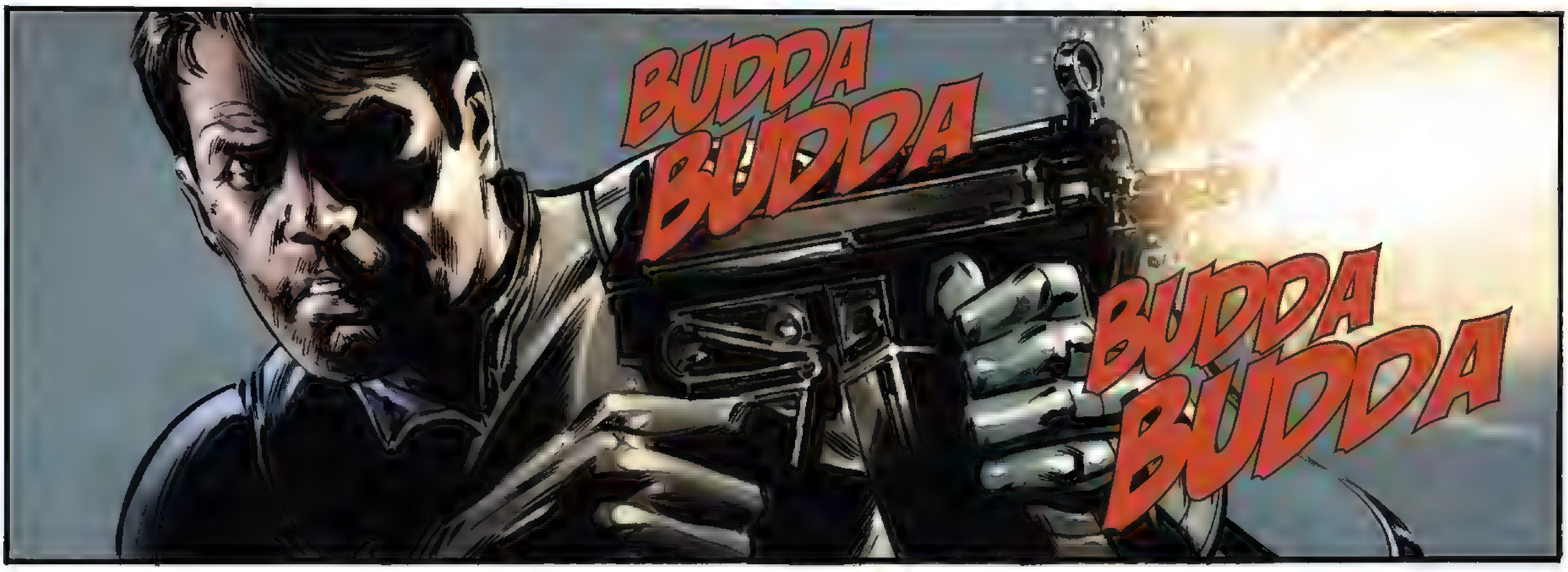
WHAMM
YOU ACTUALLY BROUGHT ME UP HERE?
HOW STUPID ARE YOU?
ADVERSARY ANALYSIS COMPLETE-- PRECISION EMP ATTACK IMMINENT
ARMOR POWERING OFF-- POWER SOURCE SHIELDED
NOT STUPID AT ALL, KID.
ZZZATTP

ARMOR POWER RETURNING
98% OF FULL POWER
HEY--?
LIKE, DON'T YOU THINK I'D KNOW HOW TO GET AROUND AN ELECTROMAGNETIC PULSE BY THIS POINT IN MY CAREER?
UHNN!
SO, DO YOU REALLY WANT TO WASTE BOTH OUR TIME LIKE THIS...
...OR CAN WE ACT LIKE ADULTS AND--


HEY--
KANNG


KWANNG
--STOP--


CUT IT OUT. THIS ISN'T GOING TO GET YOU ANYWHERE.
YOU CAN'T HURT ME, KID.


BUDDA BUDDA
BUDDA BUDDA

SPANNG
SPNNG
SERIOUSLY.
SPAANG
DON'T DO THIS.
WHY DON'T YOU--

--SHOVE IT!
ENERGY FIELD OVERLOAD
AAAH!
ALL RIGHT... THAT'S ENOUGH.
ARMOR RECHARGING
82 PERCENT OF FULL POWER
YAAAHHH!

HEY--
GAAAA--
--WHAT ARE YOU DOING?
HELMET INTEGRITY WARNING-- 40 PERCENT PRESSURE
POP
--AAHHH!
HELMET INTEGRITY COMPROMISED
DAMN IT!

THHUDDD
NOW...WHAT WAS THAT ABOUT NOT BEING *ABLE* TO HURT YOU?
YOU'RE GOOD, BUCKY...AND QUICK ON YOUR FEET IN A FIGHT.
I'M GLAD TO SEE THAT...

...BUT IF YOU EVEN *FLINCH*, I'M GOING TO LIQUEFY YOUR BRAIN RIGHT IN YOUR HEAD.
AND I REALLY *DON'T* WANT TO DO THAT.
WHY THE HELL *NOT?*
BECAUSE I'M TRYING TO HONOR THE *LAST WISHES* OF A FRIEND.
THAT'S WHY I BROUGHT YOU HERE...
...BECAUSE STEVE ROGERS ASKED ME TO *SAVE YOU*...FROM YOURSELF.
WHAT...?
I KNOW YOU HATE ME BECAUSE OF HIS DEATH...AND I UNDERSTAND THAT...
...BUT I HAVE A *LETTER* YOU NEED TO READ.
AND HONESTLY...STEVE WOULD NEVER *FORGIVE US* IF WE *KILLED* EACH OTHER, WOULD HE?

LET'S GO! COMPUTER SAYS THEY MOVED THEIR FIGHT TO THE *DIRECTOR'S OFFICE!*
NON-LETHAL SHOTS *ONLY*, PEOPLE! *REMEMBER THAT!*
FREEZE! HOLD IT RIGHT--
--THERE...?
IT'S *OKAY*, NATASHA. I'M FINE.
SO I SEE...I SUPPOSE.
YOU CAN STAY...THE REST OF YOU, RETURN TO YOUR STATIONS.
WHAT THE HELL IS GOING *ON* HERE, TONY?

IT'S A LETTER... FROM STEVE ROGERS.
OH...
OH.
YOU'VE HAD THIS THE ENTIRE TIME?
IT CAME TO ME ABOUT A WEEK AGO.
YOU COULD HAVE TOLD ME.
IT WASN'T FOR ME TO TELL.
SO, THIS IS REALLY REAL?
I MAY BE CAPABLE OF A LOT OF THINGS, BUT I WOULDN'T FAKE SOMETHING LIKE THAT.
IT'S AUTHENTIC, AND THE LAWYER WHO DELIVERED IT IS CLEAN.
NOW, ARE YOU READY TO SET ASIDE OUR PROBLEMS AND FIND THE MAN WHO REALLY GOT STEVE KILLED?
THE RED SKULL.

BECAUSE THIS PLOT OF HIS GOES DEEPER THAN YOU KNOW, KID.
HE'S COMPROMISED S.H.I.E.L.D. *ALREADY* AND I HAVE NO IDEA WHAT HIS FINAL GOALS ARE.
YEAH...THAT'S 'CAUSE HE'S BEEN *RIGHT IN FRONT* OF US THE *WHOLE TIME.*
HE'S LUKIN OR...I DON'T KNOW, SOMEHOW HE'S IN LUKIN'S HEAD.
WHAT? *ALEKSANDER LUKIN* IS THE *RED SKULL?*
I *KNOW* HIM.
HE'S GOT HIS OWN *PRIVATE ARMY,* WITH THAT CORPORATION OF HIS... *KRONAS.*
YEAH, BUT WHAT HE PLANS TO *DO* WITH THEM IS--
NO, *NEITHER* OF YOU UNDERSTAND.
THE NEWS CAME IN DURING OUR FIGHT.
COMPUTER, NEWS FEED CHANNELS. SUBJECT SEARCH-- *LUKIN.*
SEARCHING ALL NEWS FEED.
NG NEWS
CEO LUKIN
CRASH

--TRAGIC NEWS TODAY FOR INTERNATIONAL ENERGY CONGLOMERATE, THE KRONAS CORPORATION, AS A CORPORATE JET GOES DOWN OVER THE ATLANTIC.
BREAKING NEWS
CNN
KRONAS CORP CEO LUKIN DIES IN PLANE CRASH
LIVE
AMONG THE BODIES RECOVERED IN THE WRECKAGE WAS RECLUSIVE CEO ALEKSANDER LUKIN...
...WHO FOUNDED THE COMPANY AFTER A SELF-IMPOSED EXILE FROM HIS NATIVE RUSSIA.
IT'S A TRICK. HE'S NOT DEAD. HE *CAN'T* BE...
I KNOW THAT... *NOW.*
HE HAD TO COVER HIS TRAIL WHEN WE GOT OUR HANDS ON YOU.
AND THAT MEANS *WHATEVER* THE SKULL IS PLANNING, IT'S GOING TO START *SOON.*
SO, ARE YOU GOING TO *STEP UP* HERE, OR *NOT?*
THEY'VE GOT STEVE'S *GIRL*...YOUR *AGENT 13.*
I KNOW.
IT WAS *HER* WE WERE TRYING TO SAVE WHEN WE FOUND *YOU.*
NOW *ANSWER* THE QUESTION.

LOOK, STEVE DIDN'T SAY THAT I SHOULD--
I KNOW EXACTLY WHAT HE WROTE.
BUT IT'S NOT AS IF YOU'RE GOING TO LET ANYONE ELSE BE THAT GUY.
AND YOU READ THE LETTER WHAT... TWICE? I'VE READ IT A HUNDRED TIMES.
DO YOU WANT TO BE THE ONE TO LET HIM DOWN? BECAUSE I KNOW WHAT THAT FEELS LIKE.
ALL RIGHT. I'LL DO IT...
...ON TWO CONDITIONS.

FIRST--I WANT YOU TO DO WHATEVER YOU *CAN*--PROBE MY MIND--WHATEVER YOU *HAVE TO DO* TO MAKE SURE NO ONE ELSE CAN *EVER* CONTROL ME AGAIN.
MAKE SURE THERE'S NO MORE *WINTER SOLDIER* SAFE-WORDS OR *IMPLANTS*.
OF COURSE. I'VE GOT MEN STANDING BY RIGHT NOW TO START RUNNING THOSE TESTS.
WHAT'S THE SECOND CONDITION?
I DON'T ANSWER TO *YOU*... OR TO *ANYONE*. STEVE DIDN'T, AND NEITHER WILL I.
THAT'S THE *ONLY WAY* THIS WORKS.
OKAY... I CAN LIVE WITH THAT.

TONY, THIS IS A *BIG* MISTAKE...THAT MAN IS *NOT* READY TO CARRY THIS BURDEN.
IT'S MORE THAN LIKELY HE'S NOT EVEN *RIGHT* FOR IT.
I THINK STEVE WOULD *PROBABLY* DISAGREE WITH THAT...BUT IT'S BESIDE THE POINT.
STEVE ASKED ME TO SAVE HIM, AND IF *THIS* DOESN'T DO IT, I DON'T KNOW *WHAT* WILL.
AND ANYWAY... HE'S *ALREADY* GOT THE *SHIELD*.

PART FOUR

IT CAN ALL FALL APART SO QUICKLY THAT WE DON'T EVEN REALIZE IT...HOW FRAGILE THIS COUNTRY--THIS SOCIETY--REALLY IS.
PEOPLE GROW COMPLACENT OR LOOK THE OTHER WAY, WHILE THE THINGS THAT HOLD US TOGETHER ERODE OR ARE SOLD OFF.
AND THEN IT ALL COMES CRASHING DOWN...
SHOCKING INCREASES IN WORLDWIDE OIL PRICES IN THE WAKE OF ENERGY GIANT KRONAS CORPORATION'S LOSS OF CEO ALEKSANDER LUKIN...
DOW JONES
...HAVE LED TO ANOTHER DISASTROUS DAY ON WALL STREET, WITH THE DOW PLUNGING TO ITS LOWEST LEVELS IN THIRTY YEARS.
WALL STREET DISASTER
9:38p E
NEW KRONAS CEO VLADMIR MOROVIN HAS YET TO MAKE A PUBLIC STATEMENT ON THEIR MOVE TO MORE THAN DOUBLE THE PRICE PER BARREL...
N507W
NEW KRONAS CEO VLAD MOROVIN
9:38p ES
...OR ON THE DECISION OF ANOTHER ARM OF KRONAS, PEGGY DAY FINANCE, WHICH HAS ANNOUNCED IT WILL FORECLOSE ON THOUSANDS OF MORTGAGES AROUND THE U.S.
OUR ANALYST, MATTHEW FRITCHMANN, HAS THE REACTION TO THIS MOVE...
KRONAS SUBSIDIARY FORECLOSES
9:39p ES
WELL TONI, UNTIL THERE'S SOME OFFICIAL EXPLANATION FOR KRONAS'S ACTIONS THE PAST TWO DAYS... ALL I CAN SAY IS, NEW CEO MOROVIN MUST HATE THE AMERICAN PEOPLE...
MORTGAGE CRISIS LINKED TO KRONAS CORP
9:39p ES

WHILE SOME OF THE HOMES BEING FORECLOSED ON WERE PART OF THE SUB-PRIME LENDING SCANDAL OF EARLIER THIS YEAR...
MORTGAGE CRISIS 2008
...MOST ARE SIMPLY HOMES OF HARDWORKING AMERICANS WHO FAILED TO READ THE FINE PRINT.
MORTGAGE CRISIS LINKED TO KRONAS CORP
9:40p E
AND, AS WE ALREADY SAW LAST NIGHT, THEY'RE TAKING TO THE STREETS IN PROTEST.
ONE THING IS FOR SURE...THE U.S. ECONOMY IS VERY SUDDENLY ON THE BRINK, AND FOR ONCE, ITS CITIZENS ARE NOTICING.
PROTESTERS TAKE TO THE STREETS
9:40p E
AND IN FACT, LAST NIGHT'S PROTESTS IN NEW YORK, CHICAGO, AND WASHINGTON D.C. HAVE RESULTED IN HUNDREDS OF ARRESTS...
PROTESTERS TAKE TO THE STREETS
9:41p E
...WITH POLICE WARNING OF ESCALATION AND POSSIBLE RIOTING IF SOMETHING IS NOT DONE.
ECONOMY IN CRISIS
EXPERTS WARN OF ECONOMIC DISASTER
9:41p E
YOU READY TO GO, JAMES?
AS MUCH AS I'LL EVER BE, I GUESS.

BUT I CAN'T HELP NOTICING THAT EVEN THOUGH I TOLD STARK I WOULDN'T ANSWER TO HIM...
...THE FIRST TIME I'M NEEDED, IT'S YOU THAT SHOWS UP, NATALIA.
I'M NOT GIVING YOU ANY ORDERS.
I'M JUST HERE TO GIVE YOU A RIDE... AND SOME HELP.
NOT TO KEEP AN EYE ON ME FOR S.H.I.E.L.D.?
S.H.I.E.L.D. HAS NO RECORD OF YOUR EXISTENCE.
NOT ANYMORE.
DIRECTOR STARK'S DEAL WITH YOU WAS PERSONAL.
HE CAN'T BE SEEN TO PUBLICLY ADVOCATE AN UNREGISTERED HERO.

BUT HERE *YOU* ARE...AN *AVENGER.*
HOW'S HE GOING TO ANSWER *THAT* IF IT GETS OUT?
AH, WELL...I'M THE BLACK WIDOW...
I *LIVE* AMONG SHADES OF GREY.
NOW, ARE YOU PLANNING TO *FINISH* SUITING UP OR ARE YOU HAVING SECOND THOUGHTS?
HELL, I'M *WAY* PAST SECOND THOUGHTS... BUT THERE'S NO TURNING BACK.
NO. THERE *NEVER* IS.
BUT I *WAS* SURPRISED TO SEE YOU DESIGNING A NEW SUIT WITH TONY.
I COULD *NEVER* WEAR STEVE'S UNIFORM.
I'M NOT HIM AND I WON'T *PRETEND* I AM.
YET YOU'RE TRYING TO FULFILL HIS *LAST WISHES.* STRANGE.
JUST 'CAUSE I'M NOT HIM DOESN'T MEAN I CAN'T HONOR HIS MEMORY.

AND STARK WAS *RIGHT*...
I WOULD NEVER HAVE LET *ANYONE ELSE* DO THIS.
YES, I *REMEMBER*.
AND I HOPE YOU'VE BEEN *PRACTICING* WITH THAT SHIELD SINCE YOU *STOLE IT* FROM ME.
BUT THAT *GUN* ON YOUR HIP TELLS ME...MAYBE *NOT*.
DON'T WORRY. I CAN HANDLE THE SHIELD...
MY *ARM* MAKES ME ONE OF THE FEW WHO *COULD*, PROBABLY.
SO, WHY THE WEAPONRY, THEN?
I'VE *ALWAYS* CARRIED WEAPONS. AND NOW THAT I'VE PAINTED A RED, WHITE AND BLUE *TARGET* ON MYSELF...
I'M GUESSING I'M GONNA NEED THEM MORE THAN EVER.
GOOD POINT.

DAMN... *LOOK* AT THAT. THEY'RE OUT IN FORCE *AGAIN* TONIGHT.
THE RED SKULL'S *REALLY* MAKING A MESS OF THINGS.
I HOPE STARK IS TELLING HIS HIGHER-UPS WHO THEY'RE *REALLY* DEALING WITH...
LET'S LET TONY WORRY ABOUT THE POLITICIANS.
YOU AND I HAVE MORE *IMMEDIATE* CONCERNS.
OH, GOD...I HOPE YOU DON'T EXPECT ME TO ADDRESS *PROTESTERS*...
NO, LUCKY FOR YOU. LOOK AT *THIS*...
WE RECEIVED A TIP THAT A.I.M. AND R.A.I.D. WERE GOING AFTER WALL STREET'S *GOLD RESERVES*...
...WHILE THE POLICE ARE TIED UP WITH *CROWD CONTROL*.
SO THE SKULL WANTS TO HIT THE ECONOMY FROM *ALL SIDES*...UNTIL HE'S WATCHING OUR CITIES BURN...
APPARENTLY.
ALL RIGHT, THEN. LET'S GO *STOP HIM*.

OUR CLOCK IS *TICKING*, PEOPLE!
YOU TWO, GET THOSE *TURBO-WALKERS* DOWN HERE--*STAT!*
ONCE WE BREACH THAT WALL, WE HAVE ABOUT *TWO MINUTES* UNTIL EVERYTHING IN A UNIFORM OR A *MASK* GETS HERE!
AND I WANT US *LONG GONE* BY THEN!
REMEMBER, THE *RED SKULL* REWARDS ONLY THOSE WHO--
HEY, WHAT'S--
RAI
BLAANG

SORRY. I GUESS WE'RE EARLY.
NO EVIL NAZI REWARDS FOR YOU.

WHO THE HELL--?
KRAK
TAKE THEM!
TURBO-WALKERS--OPEN FIRE!
CHUDD CHUDD CHUDD
UHN!
THIS ISN'T MY USUAL KIND OF FIGHT.

WIDOW-- COVER ME!
WE GOTTA TAKE THOSE THINGS DOWN!
NOT SINCE THE WAR, AT LEAST.
STOP TALKING AND JUST DO IT!
BLAM
BLAM
BLAM
BLAM
SHOOT HIM, DAMN YOU!
CHUDD
CHUDD
CHARGING RIGHT IN...STEVE WAS ALWAYS BETTER AT THAT.
KRSSHHH
OF COURSE, STEVE WAS ABOUT THREE TIMES STRONGER AND FASTER THAN ME, TOO.
WHUDD

BUT IT'S NOT LIKE I HAVEN'T FOUGHT WHOLE HORDES OF BAD GUYS IN MY DAY.
I'M JUST MORE USED TO DOING IT COVERTLY AND TAKING OUT SPECIFIC TARGETS.
TACTICAL HITS DESIGNED TO DO THE MOST HARM WITH THE LEAST EFFORT.
AND USING THE ENEMY'S STRENGTHS AGAINST THEM.
BUT THOSE METHODS STILL WORK.
NOOO!
CHUDD
THEY JUST NEED A LITTLE ADAPTING.
KKRRPPPP
YAAA!!!!

THE SHIELD HELPS A LOT. IT SLOWS THEM DOWN.
YAAAAHHH!
BLAM BLAM BLAM
SHHNNK
PUTS A SCARE IN THEM, BECAUSE THEY KNOW WHO'S SUPPOSED TO CARRY IT...
SMAKK
KA-WHOOM
...BUT THEY STILL HAVE NO IDEA WHO THE HELL I AM.

MR. SECRETARY, I DON'T CARE WHAT REPORTS YOU'VE SEEN...
The S.H.I.E.L.D. Helicarrier Currently Hovering Above Washington D.C.
...I HAVE RELIABLE INTEL THAT THE BODY FOUND IN THAT PLANE CRASH WAS NOT ALEKSANDER LUKIN.
I'VE BEEN TELLING YOU PEOPLE THIS FOR DAYS, BUT IT SEEMS NO ONE WILL HEAR ME.
DR. JACK SHEPHARD. THE LOST... ARE FOUND
DETAILS CAN BE FOUND AT FIND815.COM
DON'T TAKE A TONE WITH ME, DIRECTOR STARK.
THIS COUNTRY IS IN THE MIDST OF A MAJOR CRISIS...
SO YOUR UNFOUNDED ALLEGATIONS ABOUT DEAD MEN ARE GOING TO HAVE TO WAIT UNTIL IT'S RESOLVED.
IT WON'T BE RESOLVED UNLESS YOU LISTEN. ALEKSANDER LUKIN IS NOT DEAD.
AND IT'S LIKELY THAT VLADIMIR MOROVIN DOESN'T REALLY EXIST.
WHAT DOES THAT EVEN MEAN?
W KRONAS
MOROV
9:38p E
THAT THIS ENTIRE CRISIS IS AN ORCHESTRATED ATTACK ON THE U.S. BY THE KRONAS CORPORATION...
BECAUSE THEY'RE REALLY BEING RUN BY THE RED SKULL.

Somewhere In Upstate New York...
WHAT NEWS FROM YOUR **FIELD SQUADS** IN THE CITY? HAVE THEY SECURED THE **GOLD RESERVES?**
THEY ARE NOT **MY** SQUADRONS, HERR SKULL...I DID NOT **TRAIN THEM.**
I HOPE THAT ISN'T SOME FORM OF PASSING BLAME FOR **FAILURE,** ZOLA.
THEY HAVE **NOT** REPORTED IN... THIS IS ALL I KNOW FOR NOW.
FORGIVE ME IF I HAVE OTHER **MORE PRESSING** MATTERS AT HAND.
BUT YOU WANTED THE **CHAMBER** READY, DID YOU NOT?
AND THE SCHEMATICS FOR FAUSTUS'S **CONTRAPTION** UPGRADED?
YES...SO I **DID.**
IT MATTERS **LITTLE,** IN ANY CASE...WE'VE ALREADY KNOCKED THEM TO THEIR KNEES.
I MERELY WANT TO KEEP THEM THERE UNTIL WE STRIKE THE **KILLING BLOW.**
AND IT'S NEARLY TIME FOR FAUSTUS TO ACTIVATE HIS **FIRST WAVE**...YOU SHOULD COME WATCH THIS **WITH ME,** ZOLA.
I THINK THAT YOU'LL APPRECIATE THE **IRONY** OF IT.
I AM CERTAIN OF THAT, HERR SKULL.

HAVE TO ADMIT, IT FEELS WEIRD... TO BE WEARING THE FLAG.
TO BE CARRYING STEVE'S SHIELD.
FIGHTING, THAT FEELS NATURAL.
BUT FIGHTING FOR THE BIGGER CAUSE?
IT'S BEEN SO LONG SINCE I HAD ONE OF THOSE.
HOLD HIM OFF!
KEEP HIM BACK!
IT DOES REMIND ME OF THE WAR, THOUGH.

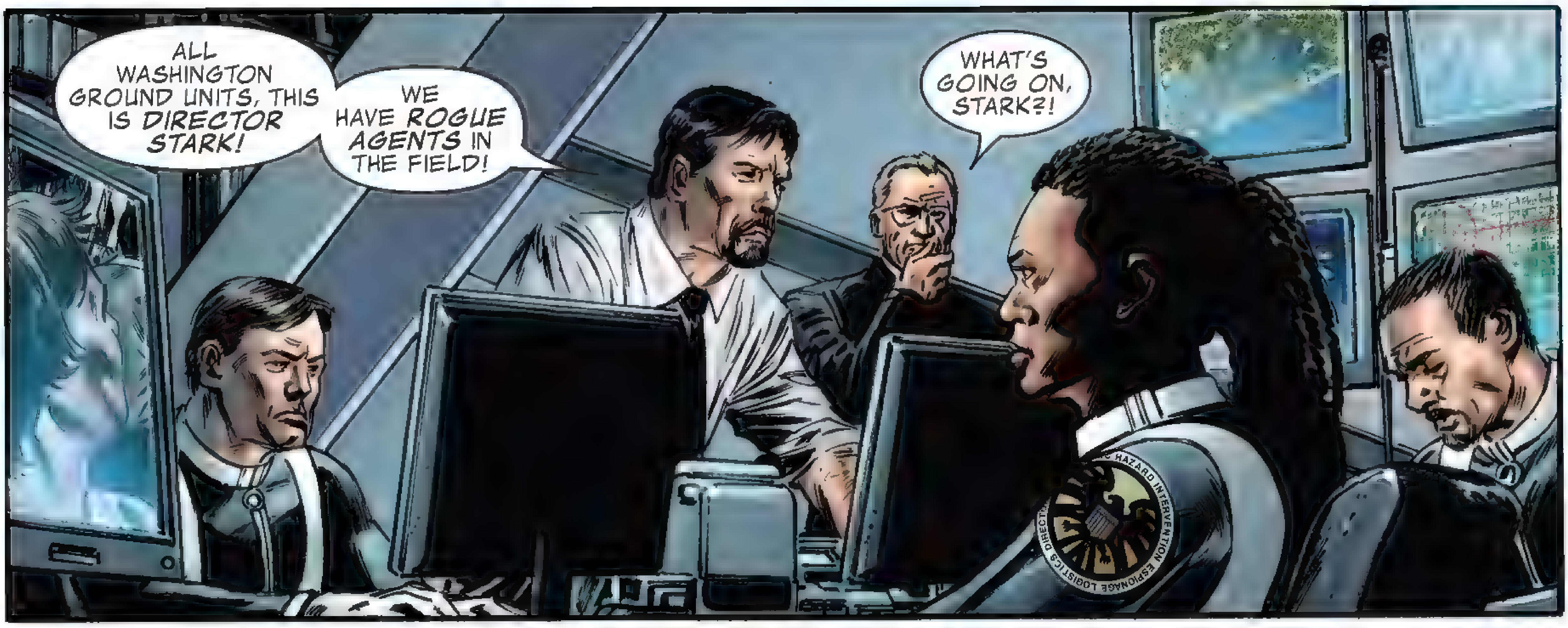
STEVE ISN'T LEADING THE WAY UP THE BATTLEFIELD...
YET I CAN ALMOST FEEL HIM HERE.
BUT HE'S GUIDING ME NOW... INSTEAD OF HAUNTING ME.
I CAN'T BE HIM.
UH-OH...
NO ONE EVER COULD.
CAPTAIN AMERICA, HUNH?
YEAH, RIGHT...

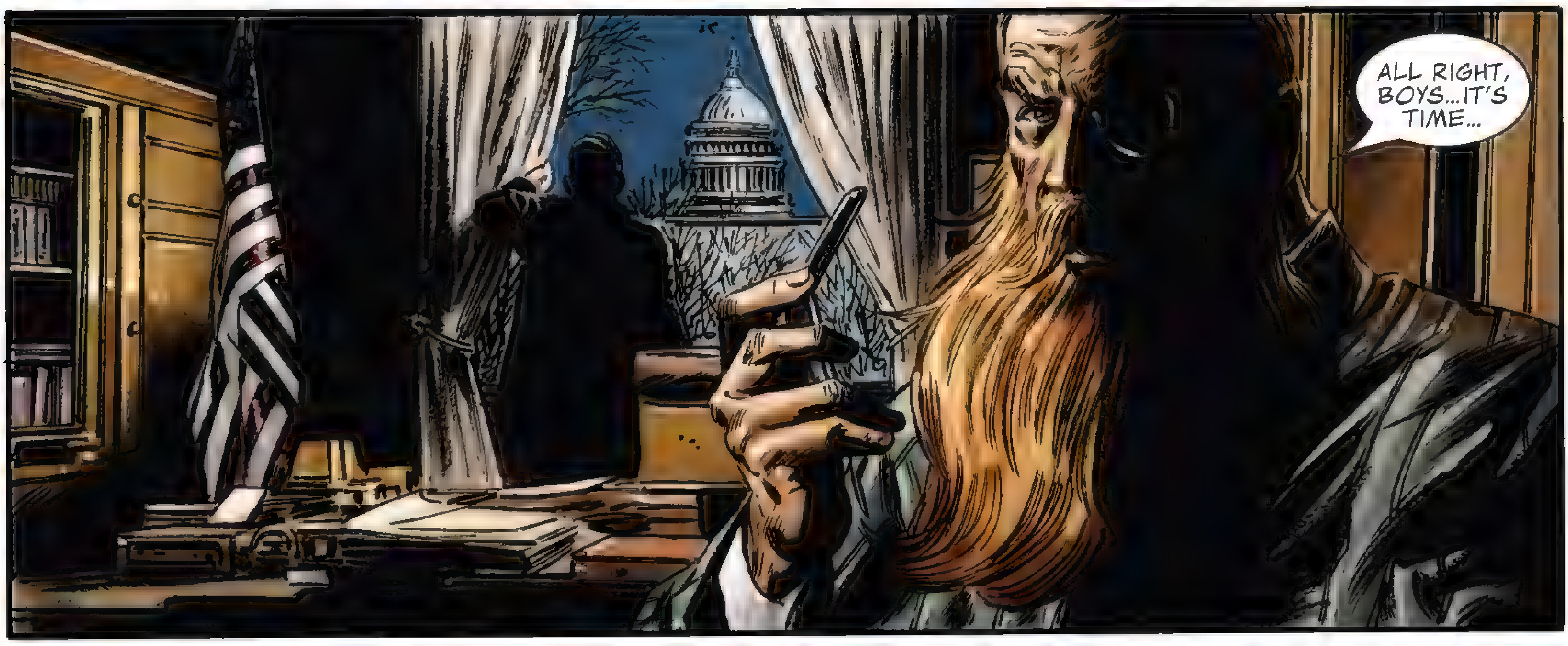
BUT I CAN TRY TO MAKE HIM PROUD...
BLAM
BLAM
BLAM
AAHH!
UHHGGH!
$#@@%%!
ACTUALLY...
BNNK
I DID THAT ON PURPOSE.
...IN MY OWN WAY.

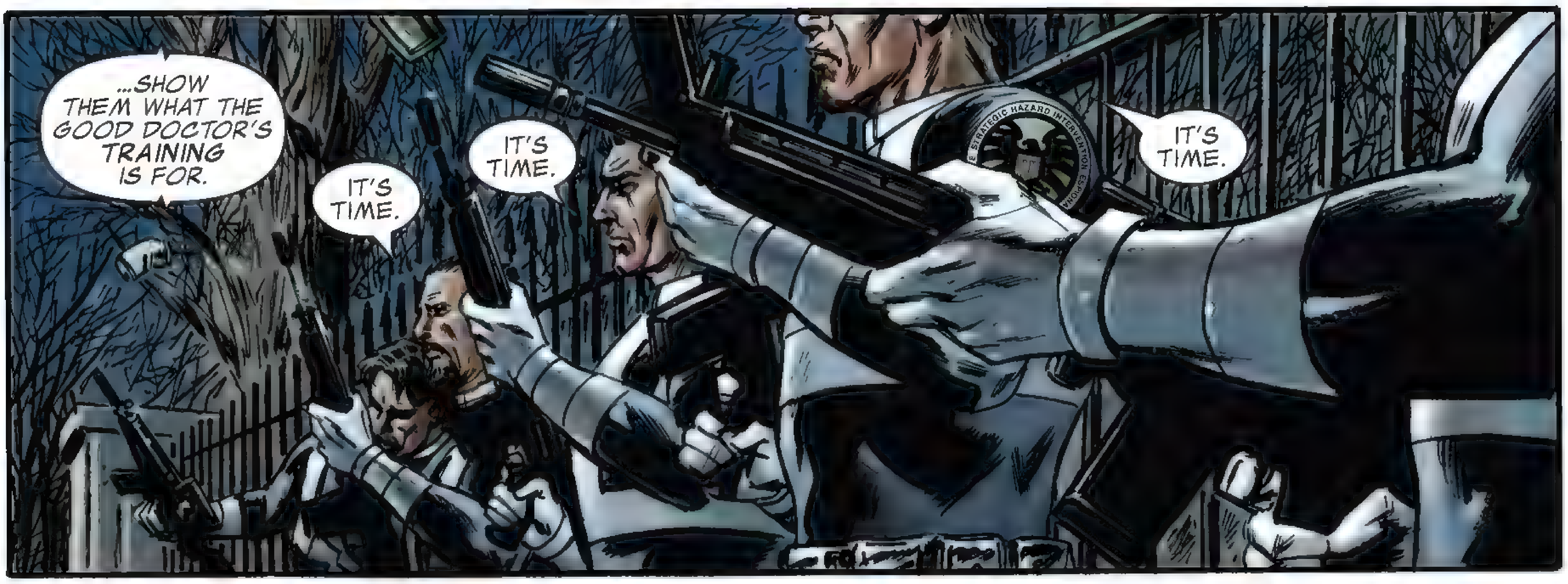
NICELY DONE.
YOU WEREN'T TRYING *TOO HARD* TO HELP, I NOTICE.
HEY, THIS WAS MEANT TO BE *YOUR* SHOW... NOT MINE.
SO, WHAT NOW?
I'M CALLING IN A CLEANUP CREW NOW, SO WE CAN GET BACK *IN THE AIR...*
THERE'S CHAOS ALL OVER THIS CITY, AND IN D.C. AND CHICAGO, TOO... AND IT'S LIKELY TO *SPREAD.*
WHO KNOWS *WHERE* WE'LL BE NEEDED NEXT?
DAMN IT... WE'RE TWO STEPS BEHIND WHEN WE *SHOULD* BE TRACKING HIM DOWN.
THIS IS WHAT HE *WANTS US* TO BE DOING.
NO, THE RED SKULL WANTED *ANOTHER WAVE* OF ECONOMIC FEAR TO RIP THROUGH THE COUNTRY...WE JUST STOPPED THAT.
AND WE'LL KEEP AT IT.
THAT'S WHAT CAPTAIN AMERICA *DOES,* REMEMBER?
YEAH, I GUESS IT IS.

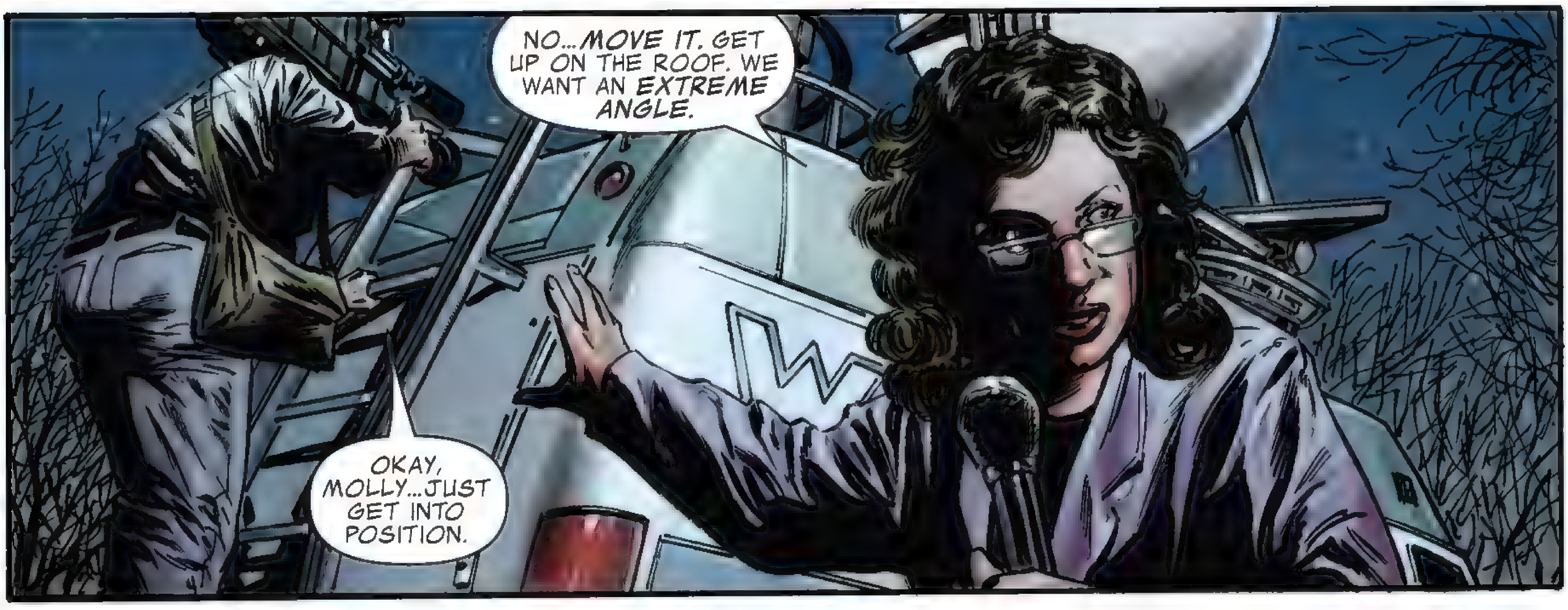
THAT...THAT *CAN'T* BE TRUE. THAT'S AN *OUTRAGEOUS* ALLEGATION.
LOOK AROUND YOU, SECRETARY.
POLICE
WE'VE GOT *NEAR-RIOT* CONDITIONS IN *FOUR* MAJOR METROPOLISES TONIGHT.
THE STOCK MARKET IS HANGING BY A *THREAD*...
SELL OUTS
PROTESTERS MARCH IN WASHINGTON DC
I'VE EVEN GOT S.H.I.E.L.D. AGENTS KEEPING A *MOB* IN CHECK OUTSIDE THE WHITE HOUSE.
MORTGAGE RELIEF NOW!
SELL OUTS
SAVE OUR HOMES
US GOVT SOLD US OUT!
FORECLOSE ON THE WHITE HOUSE
IF SOMEONE *HATED US*... IF SOMEONE WANTED TO *REALLY* CRIPPLE THIS COUNTRY...
...ISN'T *THIS* WHAT THE FIRST STEPS WOULD LOOK LIKE?
NO...KRONAS IS JUST...THEY'RE PLAYING *HARDBALL*.
TRYING TO RAISE *FIRST QUARTER PROFITS* OR...
HOW MUCH HAVE THEY *DONATED* TO YOU AND YOUR FRIENDS?

WHAT?! HOW DARE YOU--
I KNOW HOW CORPORATIONS AND POLITICS WORK, MR. SECRETARY.
DIRECTOR STARK.
NOT NOW.
IT'S IMPORTANT, SIR.
WE JUST GOT A FIX ON OUR MISSING AGENTS. THEIR GPS TAGS ALL JUST WENT LIVE.
WHAT? WHERE?
THEY'RE IN D.C., SIR...
"...IN THE CROWD CONTROL UNIT."
SAVE OUR HOM
FASCISTS! GIVE US BACK OUR COUNTRY!
YOU PEOPLE SOLD US OUT! SOLD OUR COUNTRY!


ALL WASHINGTON GROUND UNITS, THIS IS *DIRECTOR STARK!*
WE HAVE *ROGUE AGENTS* IN THE FIELD!
WHAT'S GOING ON, STARK?!


ALL RIGHT, BOYS...IT'S TIME...


...SHOW THEM WHAT THE GOOD DOCTOR'S *TRAINING* IS FOR.
IT'S TIME.
IT'S TIME.
IT'S TIME.


NO...*MOVE IT.* GET UP ON THE ROOF. WE WANT AN *EXTREME ANGLE.*
OKAY, MOLLY...JUST GET INTO POSITION.

YOU'RE TO SUBDUE THOSE AGENTS, BY ANY MEANS NECESSARY!
DIRECTOR STARK! I DEMAND TO KNOW WHAT IS HAPPENING!
GOV'T SOLD US OUT!
HELP IS
SAVE OUR
US OUT!
BLAM BLAM BLAM BLAM BLAM BLAM BLAM BLAM BLAM
AAAIIIEEE!
NOOOO!
BLAM BLAM BLAM BLAM BLAM BLAM BLAM
DIRECTOR STARK!
NO...

35
after
SICKLES

PART FIVE

Upstate New York
TONY, THINK I GOT SOMETHING.
WHAT IS IT, SAM?
LOOKS LIKE AN ABANDONED REHAB CLINIC OR SOMETHING... FEW HOURS UPSTATE.
AND ACCORDING TO MY SOURCES, DR. FAUSTUS WAS HERE RECENTLY...
ANY SIGN OF AGENT 13?
NO, BUT HE WASN'T ON HIS OWN.

THE LOCAL BIRDS SAW FAUSTUS AND SOME WORKMEN LOADING UP A TRUCK.
OKAY. THAT'S GOOD NEWS. WHEN WAS THAT?
HARD TO SAY...BIRDS DON'T HAVE THE SAME **CONCEPT** OF TIME AS WE DO.
REDWING THINKS IT CAN'T BE MORE THAN A FEW DAYS, THOUGH...
YOU WANT TO GET A TEAM UP HERE TO TEAR THIS PLACE APART? FIND OUT WHAT THEY WERE AFTER?
I WISH I **COULD**, BUT I'VE GOT INTERVIEWS WITH **EVERY AGENCY** IN THE U.S. TODAY.
AND ALL S.H.I.E.L.D. OPS IN THE STATES ARE CURRENTLY **ON HOLD.**
SO WE'RE BASICALLY RIGHT WHERE THE RED SKULL **WANTS US** TO BE?
NOT YET. I'M GOING TO TALK MY WAY AROUND THIS, SAM...I'M **NOT** GETTING SHUT DOWN.
SO, WHAT DO I DO? SHARON'S ON **HER OWN** OUT THERE.
CONTACT NATASHA. SHE'LL KNOW WHAT TO DO...AND STAY OFF-RADAR FOR NOW.
RIGHT.
DIRECTOR STARK?
YES?
THEY'RE READY FOR YOU NOW.

AND THE NATION CONTINUES TO REACT TO LAST NIGHT'S BRUTAL AND TRAGIC INCIDENT... WHEN S.H.I.E.L.D. AGENTS OPENED FIRE ON PROTESTERS OUTSIDE THE WHITE HOUSE...
POLICE DO NOT CROSS
ROSEANNE McCARTHY
TRAGEDY AT THE WHITE HOUSE
WHILE S.H.I.E.L.D. HAS YET TO MAKE A STATEMENT, INSIDE SOURCES ARE INDICATING DIRECTOR STARK WILL CLAIM THAT LAST NIGHT'S SHOOTERS WERE NOT ACTIVE AGENTS.
BUT EARLIER TODAY, SENATOR GORDON WRIGHT, CHAIRMAN OF THE DEFENSE APPROPRIATIONS COMMITTEE, ADDRESSED CONCERNS ON THE HILL...
ROSEANNE MCCARTHY
S.H.I.E.L.D. AGENTS KILL TWELVE, WOUND TWENTY-THREE
OUR CURRENT CRISIS HAS ONLY BEEN ESCALATED BY LAST NIGHT'S SHOOTING, AND SO OUR CONCERNS FALL TO THE SECURITY OF OUR NATION'S CAPITAL.
SENATOR GORDON WRIGHT
SINCE A LARGE NUMBER OF OUR NATIONAL GUARD ARE OVERSEAS, I'VE AUTHORIZED A TEMPORARY CONTRACT WITH KANE-MEYER SECURITIES TO KEEP OUR CITY SAFE.
SENATOR GORDON WRIGHT
KANE-MEYER WILL BE GUARDING WASHINGTON D.C. TONIGHT AND EVERY NIGHT, UNTIL WE CAN RESTORE ORDER TO OUR STREETS... AND TO THE HEART OF THIS GREAT NATION.
SENATOR GORDON WRIGHT
THIS IS THE FIRST TIME A PRIVATE FIRM WILL BE SECURING A CITY ON U.S. SOIL. HOWEVER, KANE-MEYER PERFORM THIS SERVICE FOR MANY AMERICAN HOLDINGS OVERSEAS...
ROSEANNE McCARTHY
TRAGEDY AT THE WHITE HOUSE

--FOR MANY AMERICAN HOLDINGS OVERSEAS...
WELL, I THOUGHT THAT WENT WELL, DIDN'T YOU?
YES, YOU WERE QUITE THE PICTURE OF AN IMPASSIONED LEADER, SENATOR WRIGHT.
AND YOU WILL BE REWARDED FOR IT, BELIEVE ME.
OF COURSE, DOCTOR... OF COURSE I BELIEVE YOU.
BUT IT'S GOING TO GET DARKER BEFORE THE DAWN, MY FRIEND... AND YOU HAD BETTER BE PREPARED FOR THAT...
A NEW AMERICAN MORNING.

--WE WANT?
ACCOUNTABILITY!
WHEN DO WE WANT IT?
NOW!
NATALIA...?
YES?
I'M STARTING TO THINK THOSE AGENTS LAST NIGHT *WEREN'T* UNDER *MIND-CONTROL*...
THESE RANTING WHACKOS JUST *DROVE* 'EM TO IT.
THAT'S NOT A VERY KIND THOUGHT, JAMES...
WE WANT ANSWERS
THE TRUTH WILL PREVAIL!
THE USA DOESN'T SHOOT IT'S CITIZENS
WHO GAVE THE ORDER?
WHAT A
YOU HIDING? WHO ARE YOU
BLOOD ON YOUR HANDS RESIGN NOW!!
REMEMBER, MORE THAN ANYTHING ELSE, THOSE PEOPLE ARE *SCARED*.
THEY *SHOULD* BE SCARED...THIS PLACE IS ON THE VERGE OF A *RIOT*.
WHERE ARE YOUR PEOPLE? IS THERE A PLAN?
UNFORTUNATELY, OUR PLAN RIGHT NOW IS YOU.
WHAT?! THIS IS A *MOB SCENE*...

I KNOW, BUT WE'RE UNDER A PARTIAL *LOCKDOWN* RIGHT NOW.
I'M HACKING IN THROUGH A BACK-CHANNEL JUST SO I CAN ACCESS OUR *SATELLITES* AND HELP YOU FROM HERE.
OKAY... WELL...DO WE HAVE ANY--
BOTTLED WATER, MISTER?
NO, THAT'S OKAY, KID.
Chip
SO, DO WE HAVE ANY IDEA WHAT THEIR GOAL IS HERE...
...OTHER THAN JUST RANDOM CHAOS AND DESTRUCTION?
BOTTLED WATER, MA'AM?
SOME IDEA, MAYBE... YES.
IT TOOK SOME DIGGING EVEN FOR *OUR* NETWORK, BUT IT TURNS OUT *KANE-MEYER SECURITY* IS OWNED BY A COMPANY THAT'S *OWNED* BY A COMPANY...

...THAT ABOUT TWENTY STEPS UP THE CHAIN IS OWNED BY THE KRONAS CORPORATION.
KRONAS CAUSES WIDESPREAD PANIC AND THEN THEIR OWN MEN ARE SENT IN TO PROTECT THE NATION'S CAPITOL BECAUSE OF IT?
YES...IT'S QUITE A SCAM, BUT TO WHAT PURPOSE?
THE RED SKULL'S JUST PULLING STRINGS... THIS IS ALL A DIVERSION.
A RIOT ABOUT TO HAPPEN, YOU SAID.
YEAH...BUT HOW DO YOU GUARANTEE A RIOT?
AH, HELL...
WHAT IS IT?
Quench your thirst the pure, refreshing brought to you from the clear, clean waters of the Rocky Mountains
RockyWater®
A division of KRONOS INTERNATIONAL
57263
NO!
DOWN WITH SHIELD
NO! NO! NO!
CITIZENS
YOU DRUG THE CROWD...
THAT'S HOW YOU GUARANTEE A RIOT.
YOU RESIG
BLOOD ON YOUR

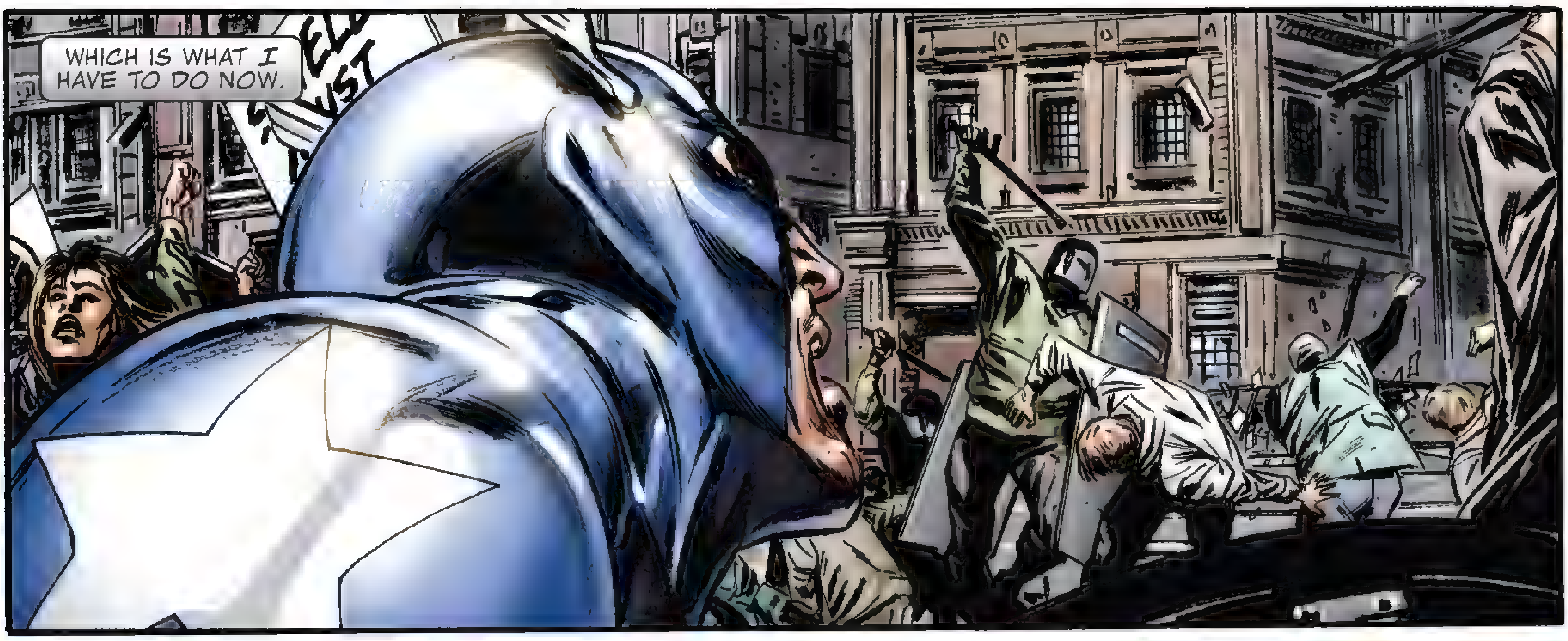
--AND FRANKLY, MR. MOROVIN, THERE'VE BEEN SUGGESTIONS YOUR PREDECESSOR GENERAL LUKIN ISN'T ACTUALLY DECEASED.
WOULD THOSE SUGGESTIONS BE FROM S.H.I.E.L.D., MR. SECRETARY?
BECAUSE THEY'VE HAD UNFOUNDED ACCUSATIONS AGAINST US IN THE PAST...
K
AND I WOULD HOPE THAT AFTER LAST NIGHT, YOU WOULD NOT BE LISTENING TO AGENCIES WHICH HAVE BEEN DISCREDITED.
NOT WHEN SO MUCH OF YOUR FINANCIAL WELL-BEING DEPENDS ON THIS DEAL.
NO, OF COURSE NOT...LET'S NOT LET THAT GET IN THE WAY OF BUSINESS, RIGHT?
BUSINESS IS MY LIFE, MR. SECRETARY.
I'LL HAVE MY PEOPLE DELIVER THE PROPOSAL BY MORNING.
I THINK YOU'LL AGREE THE NEW PRICE IS MORE THAN FAIR.
I TRULY HOPE SO, SIR.

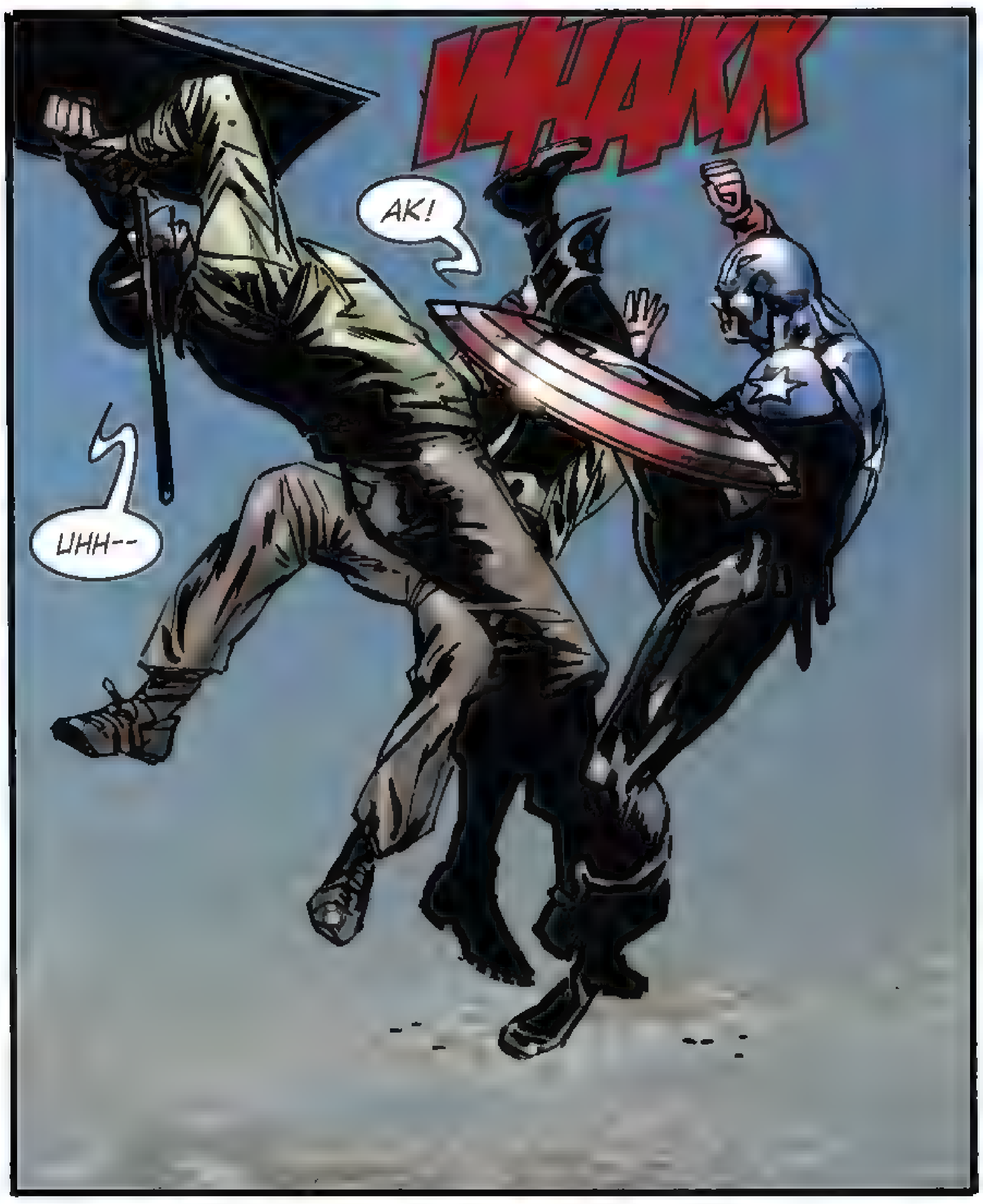
GAAH...
...THIS IS NOT RIGHT, SKULL.
YOU'VE ALTERED MY PLANS BEYOND RECOGNITION.
DON'T BE RIDICULOUS.
I'M NOT. WE WERE MEANT TO CRIPPLE THEM...TO SHOW THE EMPTINESS OF THEIR CAPITALIST WAYS.
NOT TO NEGOTIATE WITH THEM.
OUR FINAL DESTINATION REMAINS THE SAME, ALEK...AND WE'VE CRIPPLED THEM ALREADY...
ARE THEIR PEOPLE NOT LIVING IN FEAR?
ARE THEIR CITIES NOT BURNING TONIGHT IN OUR HONOR?

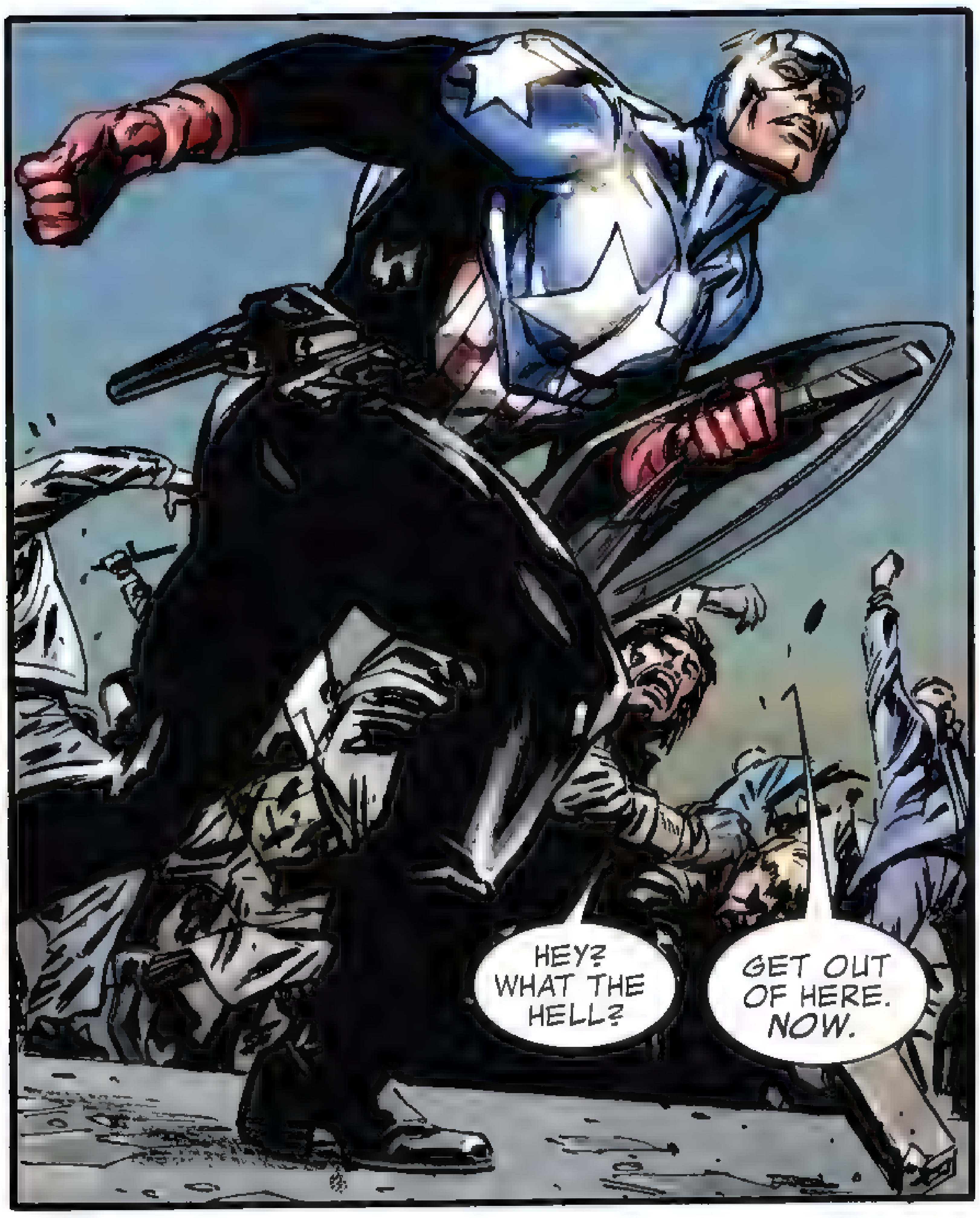
IT STARTS SO QUICKLY THAT IT'S ALMOST SHOCKING.
BECAUSE THESE PEOPLE AREN'T ALL DRUGGED. THEY CAN'T BE.
BLOOD ON Y UR H DS
RESIGN RESIGN
DOWN WITH SHIELD!
NO! NO! NO!
NO!
FREE SPEECH.
RESIGN NOW
WE WANT CIVIL LIBERTY
WHAT PRICE?
BUT WITH THE NOISE OF THE CROWD...AND THE ANGER...THE FEAR...
IT ONLY TAKES A FEW OF THEM WILLING TO GO TOO FAR.
IT ONLY TAKES A SPARK.

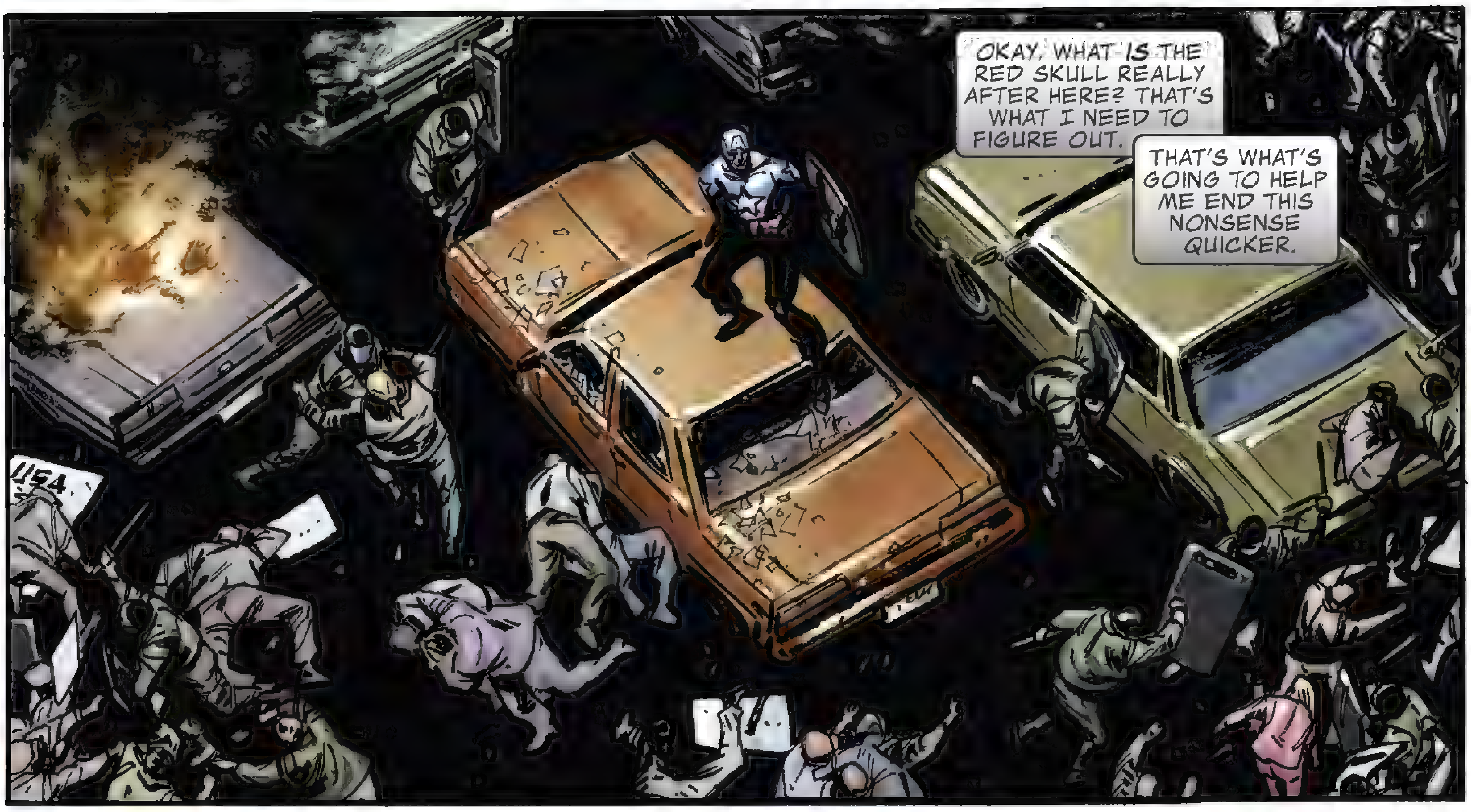
AND THEN IT ALL GOES STRAIGHT TO HELL.
HOW AM I SUPPOSED TO HELP THESE PEOPLE?
I CAN'T LET MORE OF THEM DIE AS PAWNS IN THE RED SKULL'S GAME.
BUT HOW CAN ONE MAN HOLD BACK THIS MUCH CHAOS?

STEVE WOULD FIND A WAY.
I KNOW THAT.
AND HE WOULDN'T STOP TO QUESTION IT.
HE'D JUST DO IT. SOMEHOW.
WHATEVER IT TOOK.
HE'D DO THE IMPOSSIBLE.


WHICH IS WHAT I HAVE TO DO NOW.


WHAKK
AK!
UHH--


HEY? WHAT THE HELL?
GET OUT OF HERE. *NOW.*


OKAY, WHAT ***IS*** THE RED SKULL REALLY AFTER HERE? THAT'S WHAT I NEED TO FIGURE OUT.
THAT'S WHAT'S GOING TO HELP ME END THIS NONSENSE QUICKER.
USA

THAT AND SOME SLEEPING GAS.
PPPPPSSSSSSSSHHHHHHHH
OBVIOUSLY THE SKULL WANTS TO MAKE KANE-MEYER LOOK GOOD HERE. BUT HOW?
BEATING ON PROTESTERS--EVEN IN WASHINGTON D.C.--ISN'T GOING TO LOOK TOO GOOD ON THE FIVE O'CLOCK NEWS.
THIS IS ALL A DIVERSION FOR HIS LARGER GOAL.

SO WHAT IS THE RIGHT HAND DOING WHILE THE LEFT HAND LIGHTS A FIRE?
NATALIA, YOU HAVE *ANYTHING* FOR ME YET?
I'M WORKING ON IT, JAMES.
THAT RIOT ISN'T EASY TO SORT THROUGH ON *SAT-COM*.
IT'S NO PICNIC ON THE GROUND, EITHER...
I'M SCANNING FOR BIG MOVEMENTS... JUST DO YOUR BEST UNTIL THEN.
RIGHT.
MY BEST.
PUT IT DOWN, YOU LITTLE FREAK!
OR I WILL SHOOT YOU IN THE FACE!
KA-WHAMM
ENOUGH.

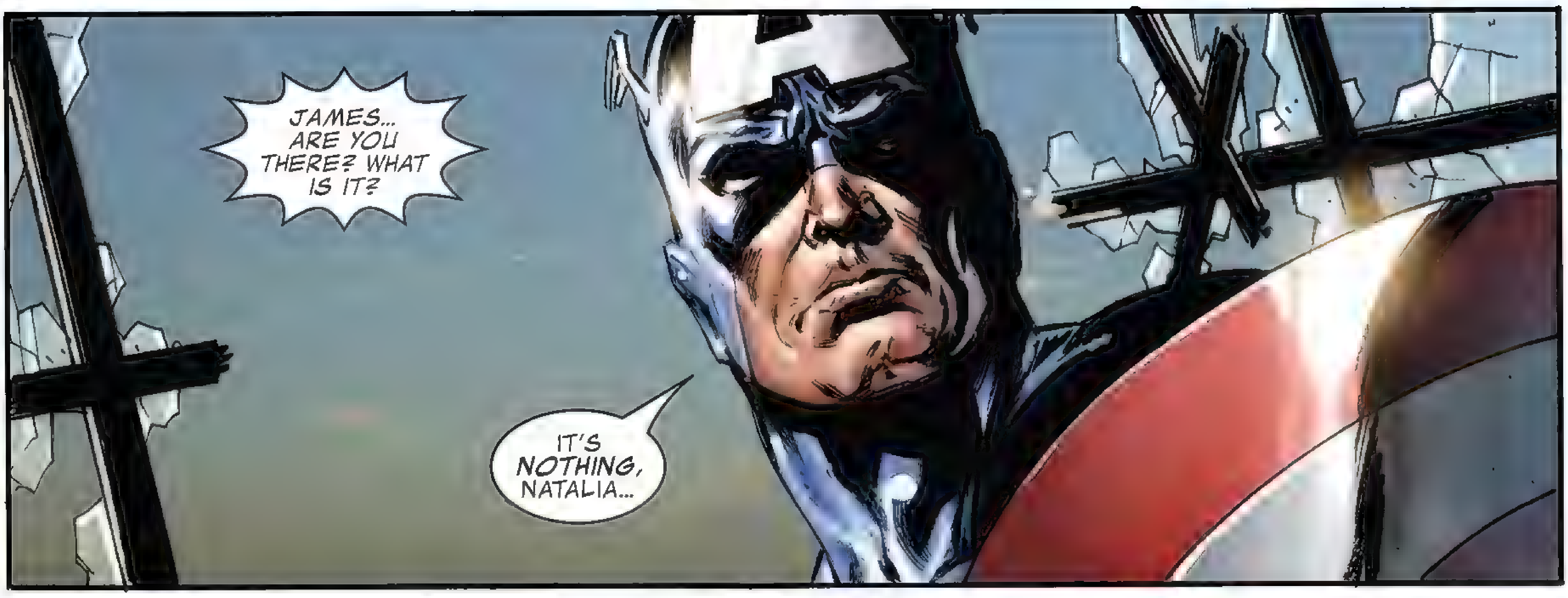
KRAKK
HALT!
STOP RIGHT THERE!
RATATATATATATAT
RATATATAT

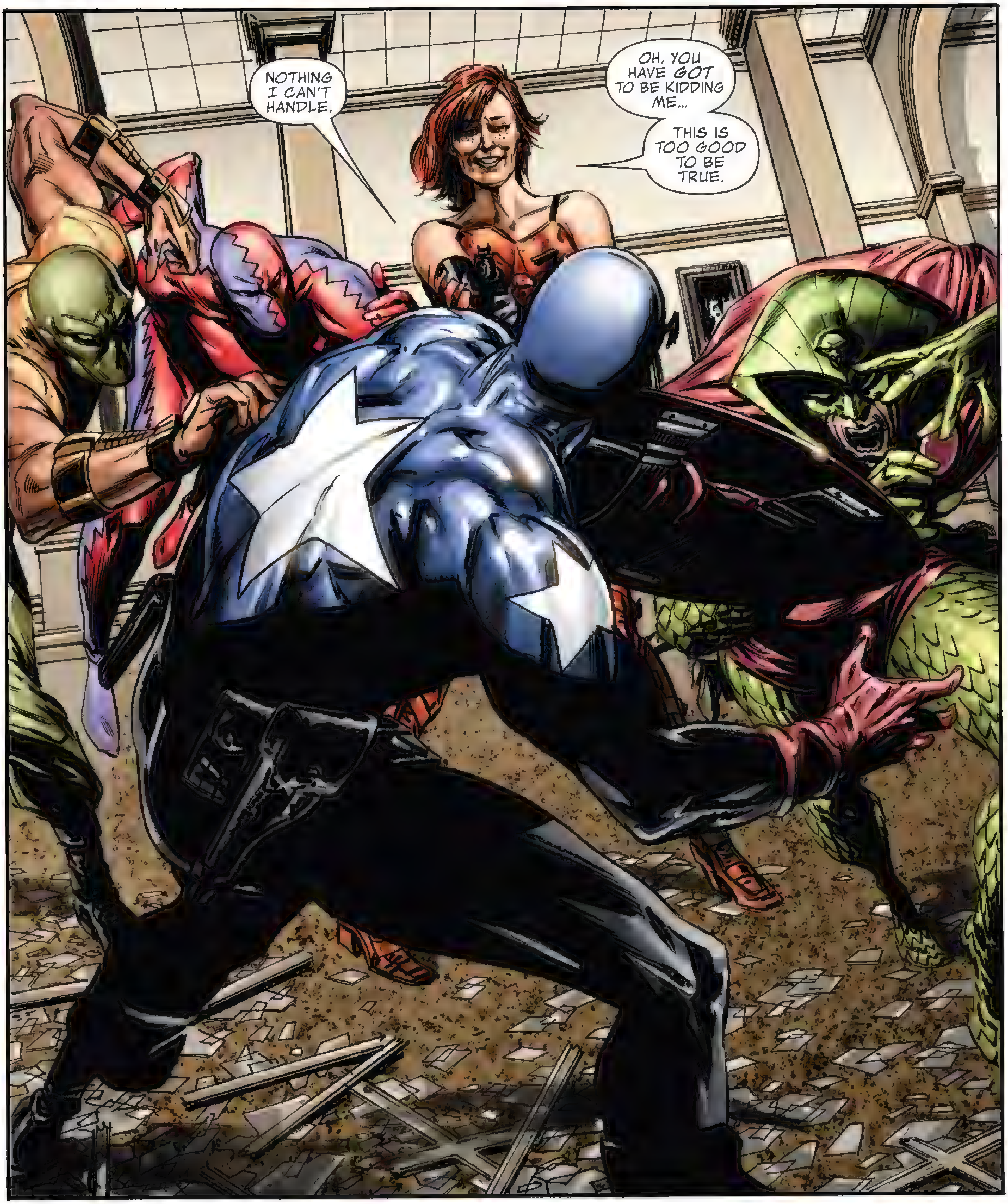
SPAKK
WHUDD
WAKK
KRAKK
DAMN.
I'M ACTUALLY GETTING PRETTY GOOD AT THIS.

Meanwhile...
AH GOOD, YOU'RE FINALLY BACK.
YES. I THINK THE SENATOR AND OUR PEOPLE CAN HANDLE IT FROM HERE ON IN...
...FOR TONIGHT, AT LEAST.
I WILL GIVE YOU ONE THING, FAUSTUS...
YOU ENGINEER A RIOT WITH THE BEST OF THEM.
PFFT... MAKING PEOPLE SCARED ENOUGH TO TURN AGAINST THEIR OWN INTERESTS IS CHILD'S PLAY.
TRUE... AND YOU EXCEL AT IT, STILL.
NOW, LET'S TALK ABOUT THE GIRL... ROGERS' WOMAN.
I WAS JUST ON MY WAY TO SEE HER, ACTUALLY.
YES, WELL...
WE'VE DECIDED SHE NEEDS CLOSER ATTENTION THAN YOU'VE BEEN PROVIDING.

JAMES-- I MAY HAVE SOMETHING.
GOOD. WHAT IS IT?
I FEEL LIKE I'M SWATTING FLIES OUT HERE.
IT CAME IN SO FAST I NEARLY MISSED IT, BUT IT LOOKS LIKE A COPTER JUST LANDED ON THE ROOF OF THE SENATE OFFICES.
THAT'S GOT TO BE PART OF THE SKULL'S PLAN.
YEAH...IT'S A BIGGER TARGET. THAT'S FOR SURE.
KRAKK
SCAN THE SENATE COMM. SYSTEM...I'M ON MY WAY...
BUT IT'D BE NICE TO KNOW WHAT I'M RUSHING INTO.
I'M ALREADY HACKING THROUGH THEIR SECURITY.

--REPEAT! WE HAVE *MULTIPLE HOSTILES* IN THE BUILDING! FOURTH FLOOR OFFICE CORRIDOR!
WE NEED *HELP!* I HAVE OFFICERS--
AAIIEEE!
ALL RIGHT, LET'S MAKE IT *LOOK GOOD.*
AND *BE SURE* YOU DON'T TAKE OUT THOSE SECURITY CAMERAS.
SKRAASH


JAMES... ARE YOU THERE? WHAT IS IT?
IT'S *NOTHING*, NATALIA...


NOTHING I CAN'T HANDLE.
OH, YOU HAVE *GOT* TO BE KIDDING ME...
THIS IS TOO GOOD TO BE TRUE.

WHA...?
WHAT'S-- HEY...WHAT *IS* THIS?
JUST RELAX, WOMAN...THERE'S NO NEED TO STRUGGLE.
ARNIM ZOLA IS A **DOCTOR**, TOO...
STOP IT, SHARON. STOP BEING SCARED.
REMEMBER, YOU WORK FOR *THEM* NOW.
...BUT A **DIFFERENT** *VARIETY* THAN YOUR FRIEND **FAUSTUS**.
AND HOW LONG DID YOU REALLY THINK YOU COULD HIDE THIS PREGNANCY?

PART SIX

OKAY, MAYBE I WAS A LITTLE *OVERCONFIDENT.*
UHNN!
BZZATT
FOUR SUPER-VILLAINS ISN'T *EXACTLY* NOTHING.
KKSSH
NOT WHEN THREE OF THEM ARE UNDER THE CONTROL OF THE RED SKULL'S PSYCHOTIC DAUGHTER.
KEEP ON HIM!
DON'T LET HIM TAKE A BREATH!
BLAM BLAM

HE'LL BREATHE MY POISON! HE--
--UKK!
IDIOT! DON'T GET CLOSE TO HIM!
WHAMM
JAMES?
A BIT BUSY HERE.
I'M ON MY WAY.
KRAK
I TOLD YOU, I'VE GOT THIS.
AND THAT DIDN'T IMPRESS ME THE FIRST TIME, EITHER.
I'M ON MY WAY.

BLAM
BLAM
BLAM
OH... OH, GOD... THIS...
...THIS ISN'T RIGHT...
GET HIM! GET HIM!
WHO THE HELL IS THAT?

BLAANG
LOOK OUT FOR THE SHIELD!
BLAANG
KRANNG
WHAPP
BLAM BLAM
FUUH--
AHH!
STILL, TAKE A FEW OUT OF THE EQUATION AND--

SIN!!
BLAMM BLAMM
AAAAH!
UNIFORM'S BULLETPROOFING... STANDS UP TO THE TEST...
...UNH... UHH...
HAVE TO REMEMBER TO THANK STARK... WHEN I CAN TALK AGAIN...
NOW, COME ON, BUCK...
GET UP... GET UP...
HURT MY GIRLFRIEND, YA LITTLE STAR-SPANGLED %@#$.
WHMMP
FOR THAT, I'M GONNA KILL YA SLOW...

...WITH MY HANDS.
COME ON...BREATHE THROUGH THE PAIN, BUCK...
...OR CROSSBONES HAS ALREADY WON THIS.
WHUMF
UHH--
GOT SOME FIGHT LEFT IN YA, HUNH? GOOD...
...BUT YER STILL WAY BELOW PAR, HOMBRE.
SMATT

LUCKY FOR YOU...I'M USED TO CRUMMY ODDS...
KILL HIM, BROCK...KILL HIM...
KRAKK
AHHHH!
FREAKIN' STABBED ME!
AN' THAT'S JUST...THE BEGINNING...
...YOU AREN'T LEAVIN' THIS BUILDING...

Meanwhile...
I WILL KNOW FOR CERTAIN IN HALF AN HOUR, HERR SKULL...BUT I BELIEVE I'M RIGHT.
INTERESTING... AND FORTUITOUS.
LET ME KNOW AS SOON AS YOU COMPLETE YOUR TESTS.
SKULL, THERE'S BEEN A *COMPLICATION.*
AH, FAUSTUS...YES, INDEED, THERE *HAS.*
THE GIRL, ROGERS' *WOMAN*...IT SEEMS THAT SHE'S--
NO, I MEAN IN *WASHINGTON*...
THERE'S BEEN A COMPLICATION IN OUR PLANS FOR THE *SENATOR.*
WE WANT ANSWERS
THE USA DOESN'T SHOOT IT'S CITIZENS
WHAT ARE YOU HIDING? WHO ARE YOU PRO

COBRA--GET HER OUT OF HERE!
DON'T KNOW HOW LONG WE'VE GOT 'TIL THIS GOES TO HELL!
IT'S ALREADY THERE!
KRAKK
UKK--
...I PROMISE YOU...
DAMN, KID...YOU REALLY TAKE A BEATING...
I ALMOST RESPECT THAT.
WHAMM

SENATOR WRIGHT...I HAVE ORDERS FOR YOU TO COME WITH ME.
YES, BUT... THE DOCTOR'S PLAN...
IT WON'T WORK NOW.
IT'S ALL RIGHT, SIR... THEY'LL *EDIT* THE FOOTAGE. NOW LET'S *MOVE.*
THIS IS NO PLACE FOR AN IMPORTANT MAN LIKE YOU.
JAMES, WHERE *ARE YOU?*
I'M NEARLY ON TOP OF YOUR SIGNAL.
--AND %@#$ *STAY DEAD* THIS TIME!

KRAKSHHH
UHH!
HONNNNK
$#@%!
HEY--
BLAM
BLAM
BLAM
BLAM

YAAA--
DAMN, NATALIA...TOOK YOUR SWEET TIME *GETTING* HERE...
SORRY. I HAD TO *HIJACK* THE CAR.
STILL, BETTER LATE THAN NEVER, IT APPEARS.

WELL, HE'S NOT *DEAD*, AT LEAST... BUT WE WON'T BE QUESTIONING HIM FOR A WHILE.
YEAH, BUT WE'VE GOT *THESE* GUYS...WHO'LL PROBABLY BE EASIER TO *BREAK* THAN CROSSBONES, ANYWAY...
TRUE...I SUPPOSE.
BUT *NOW* I'VE GOT TO FIGURE OUT HOW TO SNEAK AN EMERGENCY *EVAC SQUAD* IN HERE.
I'M SURE YOU'LL THINK OF *SOMETHING*, NATALIA. YOU ALWAYS DO.
WHERE ARE *YOU* GOING? YOUR RIBS ARE BROKEN, YOU CAN'T JUST--
I'LL BE *FINE*. THERE'S JUST SOMETHING I'VE GOTTA *DO*.

--REPEAT, THIS IS KING COBRA, REQUESTING INSTRUCTIONS.
WHERE IS SIN? WHY ISN'T SHE MAKING THIS REPORT?
SHE'S WOUNDED, SIR... UNCONSCIOUS. WE WERE ATTACKED BY SOMEONE.
YES, SO WE HEARD.
DID YOU HEAR IT WAS SOME NEW CAPTAIN AMERICA? AND THAT HE SHOT SIN?
WHAT?
YEAH... WE LEFT CROSSBONES THERE, TRYING TO KILL HIM.
BAHH HA HA HA HA HA!
I'M SORRY, SKULL, BUT I'M FAILING TO SEE THE HUMOR HERE...
THINK ABOUT IT, FOOL...A NEW CAPTAIN AMERICA.
DON'T YOU SEE WHO IT MUST BE?

"IT'S ALMOST TOO PERFECT..."
PEOPLE!
PEOPLE! LISTEN TO ME!
HEY!
RESIGN NOW
DOWN WITH
YOU NEED TO **STOP** THIS! YOU'RE NOT SOLVING **ANY** PROBLEMS HERE...
YOU'RE JUST MAKING THINGS **WORSE**, AND WRECKING YOUR OWN CITY!
GO BACK TO YOUR HOMES AND **TAKE CARE** OF EACH OTHER!
DON'T LET YOUR FEAR GET THE--
WHY DON'CHU SHUT UP!

TNNK
YOU AIN'T CAPTAIN AMERICA!
FREE
CAPTAIN AMERICA'S DEAD!
POOMFF
NO! NO!
ALL RIGHT, YA DAMN SONS A #@%$&! GET MOVIN'!
OKAY, THE PUNCHING AND KICKING...THE SHIELD...NOT SO BAD.
THE REST OF WHAT THIS IS...
...WELL, THAT'S GONNA TAKE A LOT MORE WORK.

--AND YOU CAN SEE A MAN IN WHAT *APPEARS* TO BE A CAPTAIN AMERICA UNIFORM OF SOME KIND...
IS THERE A NEW CAPTAIN AMERICA?
5:23 p ES
...ALTHOUGH *BOTH* AUTHORITIES FROM THE GOVERNMENT AND S.H.I.E.L.D. DIRECTOR TONY STARK HAVE DECLINED TO COMMENT AT THIS POINT.
DID YOU SEE THE NEW CAP? CALL: 888-555-MASK
5:23 p ES
OTHER SHOCKING NEWS FROM LAST NIGHT'S RIOT WAS THE DRAMATIC RESCUE OF ***SENATOR GORDON WRIGHT*** FROM SUPER-POWERED TERRORISTS...
SENATOR RESCUED FROM TERRORISTS
5:23 p ES
SENATOR WRIGHT PRAISED THE AGENTS OF KANE-MEYER SECURITY FOR GOING ABOVE AND BEYOND THEIR MANDATE IN ***SAVING HIM...***
SENATOR RESC FROM TERROR
NO, MR. VICE PRESIDENT... *I DON'T.*
YES, I KNOW IT WAS A ***BIG DEAL*** THAT YOU HELPED S.H.I.E.L.D. YESTERDAY...
YES, SIR...I *DO* UNDERSTAND THAT.
BUT I ***PROMISE*** YOU, I DON'T KNOW ***ANYTHING*** ABOUT THIS NEW CAPTAIN AMERICA...

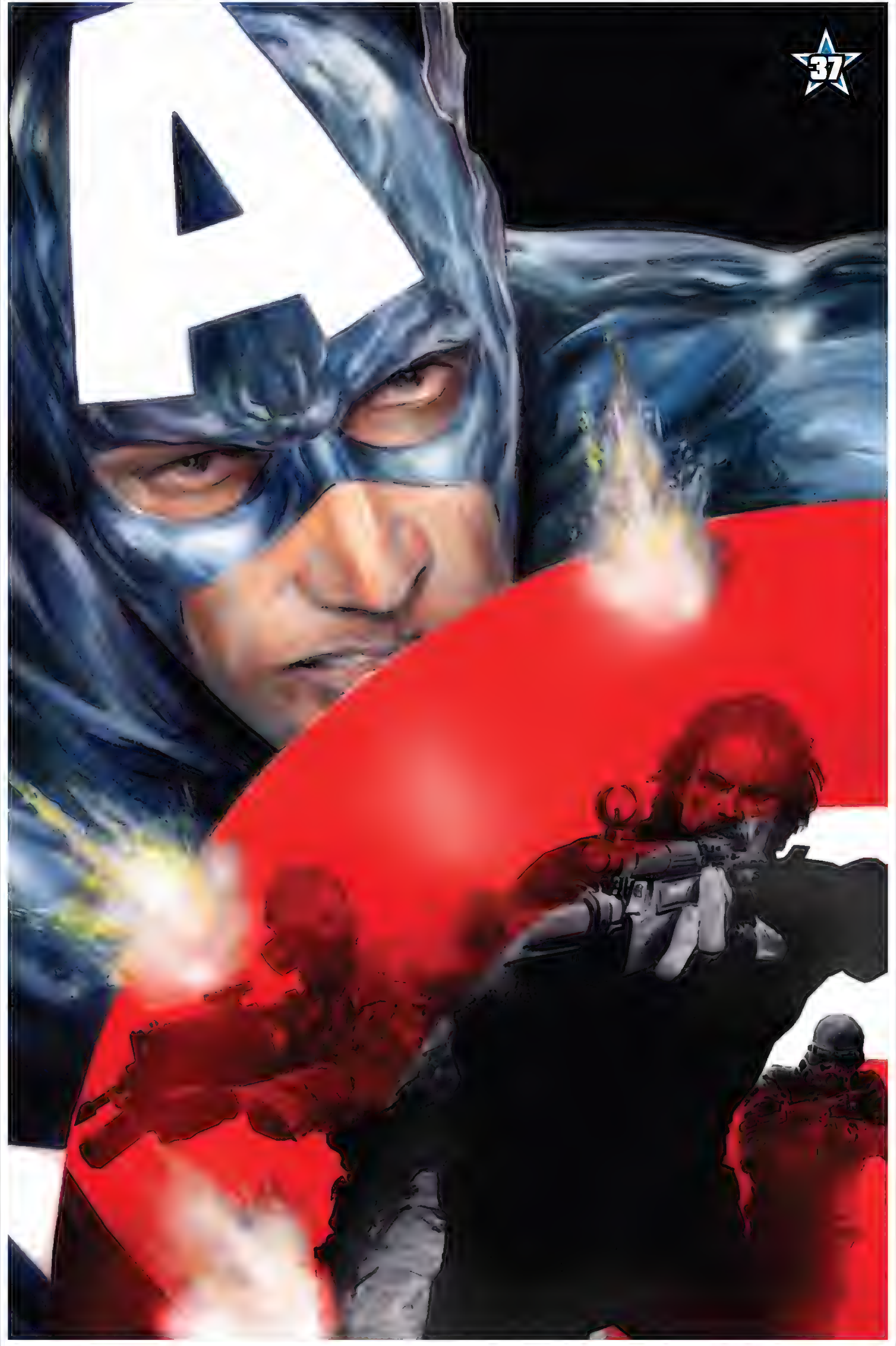
SHOULDN'T YOU BE *RESTING* OR SOMETHING?
NAH. I'M A QUICK HEALER...
RIGHT.
DID YOU GET ANYTHING FROM THE SKULL'S GOONS YET?
NOT MUCH... CROSSBONES IS STILL *UNCONSCIOUS* AFTER SURGERY...
AND THE OTHERS DON'T *KNOW* ANYTHING. NOT REALLY.
THEY WERE HOLED UP HERE IN THE CITY, AND ONLY *SIN* COMMUNICATED WITH HER FATHER.
BUT YOU GOT THE LOCATION OF THEIR *SAFE HOUSE?*
YES, AND WE HAVE A TEAM GOING OVER EVERY *INCH* OF IT.
BUT STILL NO LEADS ON FINDING *STEVE'S* GIRL?

SHARON. HER NAME IS SHARON CARTER...AND THE FALCON MAY HAVE FOUND SOMETHING THAT WILL HELP TRACK HER.
NOW THAT TONY'S DEALT WITH ALL THE RED TAPE, S.H.I.E.L.D. CAN OPERATE IN THE OPEN AGAIN.
SO, IT'S BUSINESS-AS-USUAL AGAIN ALREADY? STARK IS GOOD.
I WOULDN'T SAY AS USUAL... S.H.I.E.L.D.'S CREDIBILITY IS DAMAGED.
ALL OUR OPS ON U.S. SOIL ARE GOING UNDER A MICROSCOPE... FOR NOW.
WHICH MEANS, WHAT?
THAT SINCE YOU'RE NOW FRONT PAGE NEWS, YOU AND I WON'T BE SEEING AS MUCH OF EACH OTHER.
OH...
OKAY.
DO YOU REMEMBER IT ALL? OUR TIME TOGETHER, WHEN I WAS YOUNG?

YEAH. I REMEMBER *EVERYTHING*, NATALIA...
AND YOU WERE THE ONE *GOOD THING* IN ALL OF IT.
THAT'S WHY I *NEED* TO DO THIS... NOT *JUST* FOR STEVE.
IT'S FOR *THOSE YEARS*, TOO...
WELL... UNTIL WE FIGHT TOGETHER *AGAIN*.
A LITTLE SOMETHING TO LET YOU KNOW *I* HAVEN'T FORGOTTEN, EITHER...

SHARON, WHAT ARE-- HEY--LISTEN TO ME!
SHUT UP.
STOP. WHAT ARE YOU DOING? YOU HAVE TO--
I TOLD YOU...SHUT UP.
I HEARD THEM EARLIER... TALKING ABOUT MY BABY...
SO YOU CAN JUST STOP *WASTING* OUR TIME. I'M NOT LISTENING.
THIS IS MY *ONE* CHANCE. WHILE THEY'RE WORRYING OVER *HIS* DAUGHTER...
I'M GETTING *OUT OF HERE.* I'M SAVING MY CHILD FROM THEM.
OKAY... GOOD.

NOW, I KNOW ALL OF ZOLA'S LABS HAVE ESCAPE TUNNELS BUILT IN...
I JUST HAVE TO FIND THE RELEASE LEVER OR--
AAAIIIEE!
MY GOD... NO...
THIS ISN'T POSSIBLE...
I KILLED YOU...DIDN'T I?
STEVE...?
To Be Continued...



PART ONE

Paris, France.
August – 1944
‹LOOK AT THEM...JUST *LOOK*...›
‹THE LIBERATORS OF EUROPE... MARCHING IN LIKE FOOLS...›
‹THE SMUGNESS OF AMERICANS *DISGUSTS* ME...›
‹THESE *LITTLE CHILDREN* OF THE WORLD... SO FULL OF UNDESERVING PRIDE...›

‹THEY THINK FRANCE *MATTERS* TO HITLER? OR TO *ME*?›
‹*FOUR YEARS* IN THIS WRETCHED PLACE...I WILL GLADLY LEAVE ITS *RUINS* IN THEIR HANDS...›
‹HERR RED SKULL...WE MUST GO, *NOW*.›
‹DO NOT *RUSH ME*, FRAULEIN.›
‹I AM STUDYING MY ENEMY IN THEIR *GLORY*...›

‹...AND I *NEVER* WANT TO FORGET THIS SIGHT.›
‹IT'S JUST THAT...THE PLANE MUST LEAVE WITHIN THE HOUR IF WE ARE TO MAKE IT TO BERLIN TONIGHT.›
‹*BAH!* YOUR FEAR SHOWS YOUR *WEAKNESS*...›
‹THE RED SKULL WILL WALK RIGHT THROUGH THIS WAR... WIN *OR* LOSE...AND SOMEDAY...›
‹...I'LL CRUSH THOSE SMILING AMERICAN TEETH UNDER MY BOOT-HEELS.›
‹IF IT TAKES THE REST OF MY LIFE...I WILL BRING THEIR EMPIRE CRASHING DOWN.›

The United States Of America – Now
--SHOCKING NEWS IN WASHINGTON, AS SENATOR GORDON WRIGHT ANNOUNCED A SPLIT FROM HIS PARTY, AND A DECISION TO RUN FOR THE HIGHEST OFFICE IN THE LAND...
SENATOR DECLARES NEW INTENT
5:23 p ES
THE EVENTS OF THE LAST SEVERAL DAYS AROUND THIS GREAT NATION OF OURS HAVE LED ME TO ONE CONCLUSION...
...THAT AMERICA DESERVES ANOTHER CHOICE THAN THE GRIDLOCK THAT BROUGHT US TO THIS POINT...A THIRD CHOICE ON THE BALLOT!
SENATOR SPLITS FROM PARTY
5:23 p ES
SO I ANNOUNCE TONIGHT THE FORMATION OF THE THIRD WING PARTY--AND MY OWN INDEPENDENT CANDIDACY FOR PRESIDENT!
SENATOR SPLITS FROM PARTY
5:23 p ES
IT'S TIME TO TAKE BACK OUR COUNTRY FROM THE SPECIAL INTERESTS AND THE POLITICAL PAYOFFS--IT'S TIME FOR A NEW AMERICAN FUTURE!
SENATOR WRIGHT DECLARES CANDIDACY
5:23 p ES
THIRD WING FOR A NEW AMERICA
SENATOR WRIGHT WAS DRAMATICALLY SAVED DURING THE RIOT IN D.C. TWO DAYS AGO, AFTER BEING TARGETED BY TERRORISTS.
FORMS NEW INDEPENDENT PARTY
5:23 p ES
HE'S ALSO BEEN PRAISED FOR BRINGING KANE-MEYER SECURITY FORCES IN TO KEEP RIOTERS UNDER CONTROL.
SUPER-TERRORISTS TARGET SEN.WRIGHT
5:23 p ES

AND JUST YESTERDAY, IT WAS SENATOR WRIGHT WHO NEGOTIATED WITH KRONAS ENERGY TO LOWER THE PRICE OF OIL BACK TO PRE-CRISIS LEVELS...
KANE-MEYER STOPS RIOT IN WASHINGTON
5:23 p ES
...AND TO HALT THE FORECLOSURE OF THOUSANDS OF HOMES AROUND THE COUNTRY.
I ALMOST CAN'T BELIEVE THIS IS WORKING...
KRONAS REDUCES PRICE OF OIL
5:23 p ES
...BUT HAVING YOUR OWN MINIONS PUBLICLY ATTACK THE SENATOR SHOULD SQUASH ANY ACCUSATIONS THAT HE'S YOUR MAN...
...OR THAT THE RED SKULL IS SECRETLY RUNNING KRONAS INTERNATIONAL.
KRONAS REDUC PRICE OF OI
YES... ALTHOUGH I SUPPOSE LUKIN DOES DESERVE SOME OF THE CREDIT...
...IF HE'D EVER STOP COMPLAINING ABOUT THE RESULTS.
I SIMPLY PREFER TO DESTROY THIS PLACE FROM THE INSIDE OUT.
IT'S MORE SATISFYING, AFTER ALL, TO TAKE TIME WITH YOUR PREY.
I COULDN'T AGREE MORE.

NOW OUR MAN CAN RUN AS THE OUTSIDER WHO SAVED HIS COUNTRY FROM RUIN...
AND SLOWLY, HE'LL SHOW THEM THAT A POLICE STATE IS THE ONLY ANSWER TO THE CHAOS OF DEMOCRACY.
SOON KANE-MEYER SECURITIES WILL BE PROTECTING EVERY CITY IN THIS NATION...
MY HAND WILL WRAP AROUND THE THROAT OF THE WHOLE UNITED STATES.
YOU MEAN, OUR HAND, I BELIEVE.
DON'T YOU HAVE SOMETHING ELSE TO DO, FAUSTUS?
A WOMAN CARRYING A BABY THAT SHE KEPT SECRET FROM YOU, PERHAPS?
AGENT 13 WILL KEEP...I THOUGHT YOU WANTED TO DISCUSS OUR NEW PATIENT.
OR IS ZOLA STILL FIGURING OUT HOW TO AWAKEN HIM?
NO, EVERYTHING IS ON SCHEDULE.
HE'LL BE CONSCIOUS SOON, AND THEN IT WON'T JUST BE THIS STRIPLING WEARING THE FLAG.
IS THERE A NEW CAPTAIN AMERICA?
THERE WILL BE MORE THAN ONE CAPTAIN AMERICA FOR THIS COUNTRY TO DEAL WITH...
IS THERE A NEW CAPTAIN AMERICA

--STILL NO OFFICIAL COMMENT ON THE APPEARANCE OF A MAN IN A CAPTAIN AMERICA UNIFORM AT THE RIOTS IN D.C....
GOT ME CHASING DOWN LEADS, TRYING TO TRACK SHARON...
...WHILE YOU'RE GOING BEHIND MY BACK--WITH THIS?!
SAM, IT'S NOT LIKE THAT...
OH, IT'S NOT, HUNH?
'CAUSE THIS WOULDN'T BE THE FIRST TIME YOU MADE A UNILATERAL DECISION THAT AFFECTS US ALL.
I AM TRYING TO FOLLOW STEVE'S WISHES, OKAY?
HE WANTED BUCKY SAVED... AND HE WANTED CAPTAIN AMERICA TO GO ON.
SO YOU JUST DECIDED TO KILL TWO BIRDS WITH ONE STONE?
IN A MANNER OF SPEAKING...BUT THAT ISN'T HOW I MEANT IT.

DAMN IT, TONY. YOU SHOULD'VE *TALKED* TO ME.
YEAH, WELL, I'VE BEEN A BIT *BUSY* STOPPING THE *GOVERNMENT* FROM SHUTTING DOWN S.H.I.E.L.D., SAM.
尊敬
AND I ACTUALLY ASSUMED YOU'D *APPROVE*.
YOU'RE THE ONE WHO WANTED TO LOOK OUT FOR HIM.
YOU CALL *THIS* LOOKING OUT? DO YOU EVEN KNOW WHAT HE'S *BEEN THROUGH?*
AND NOW YOU PUT *THIS* KIND OF *WEIGHT* ON HIS SHOULDERS...
I THINK HE'S *READY* FOR IT...BUT IF YOU'RE SO CONCERNED, WHY DON'T YOU GO *HELP HIM?*
GOD...AND *NOW* YOU'RE TRYING TO MANIPULATE ME?
MAYBE JUST A *LITTLE*.
ALL RIGHT... WE'LL *SEE* ABOUT THIS. BUT YOU GOTTA KNOW...
名誉

"...I'M NOT THE ONLY ONE WHO'S GONNA DISAPPROVE..."
ALL RIGHT, BUCK...TIGHTEN IT UP.
DON'T JUST LET YOUR ARM DO ALL THE MECHANICS.
DO THE MATH BEFORE YOU RELEASE.
LEARN THE ANGLES, LEARN THE WEIGHT.
MAKE IT INSTINCTIVE.
BECAUSE YOU DON'T WANNA BE CHASING THIS DAMN THING DOWN IN THE MIDDLE OF A FIGHT.
NOT WHEN YOU...
HEY--

GGANKK
YOU REALLY WANT TO DROP THAT SHIELD RIGHT NOW.
HEY, THAT'S KINDA FUNNY... I WAS JUST ABOUT TO SAY THE SAME THING TO YOU.
I MEAN, SAM TOLD ME YOU WERE ALIVE... AND I WOULDN'T EXACTLY SAY I WAS SURPRISED...NOT IN OUR WORLD.
BUT I NEVER THOUGHT YOU'D BE STUPID ENOUGH TO TRY TO WEAR HIS MASK.
THE SHIELD, BARTON. I'M SERIOUS.
SO, YOU KNOW WHO I AM?
YEAH. YOU USED TO BE HAWKEYE.
THEN YOU HAD TO KNOW IT WAS ONLY A MATTER OF TIME BEFORE I SHOWED UP TO KICK YOUR @##.

ACTUALLY, IT DIDN'T EVEN *CROSS MY MIND.*
WHERE *I'M* FROM, THE GOOD GUYS FOUGHT ON THE *SAME* SIDE...
THEY DIDN'T JUST START *THROWING PUNCHES* AT EACH OTHER.
SMATT
HUNH...
YEAH, HE TAUGHT *ME* THAT MOVE, TOO.
NOW, IF YOU WANNA *TALK*, I'M FINE WITH THAT.
BUT I *DON'T* HAVE TO EXPLAIN MY ACTIONS TO YOU.

I'M DOING WHAT I *NEED* TO DO...TO KEEP GOING ON.
AND IF YOU DON'T LIKE IT-- *TOUGH.*
SO, YOU GONNA TAKE ANOTHER *SWING* AT ME?
NAH... NOT *TODAY,* AT LEAST.
BUT I'M GONNA BE *WATCHING...*
TO SEE YOU DON'T *TARNISH* WHAT HE STOOD FOR.
DO YOU *REALLY* THINK YOU NEED TO TELL *ME* THAT?
WE'LL SEE, KID...
RIGHT NOW, I JUST DON'T KNOW.

I DON'T KNOW HOW IT'S POSSIBLE, BUT... HE'S ALIVE.
STEVE IS ALIVE.
HE'S ALIVE AND HE'S HERE.
SO I CAN'T LEAVE YET...NOT WITHOUT HIM.
AGENT 13?
I JUST HAVE TO PRETEND I HAVEN'T BROKEN FREE... AND PLAY ALONG.
YES, DOCTOR?
YOUR PRESENCE IS NOT REQUIRED FOR THIS.

RETURN TO YOUR QUARTERS.
YES, DOCTOR.
AH, FAUSTUS... GOOD OF YOU TO JOIN US...
IS THAT A *JOKE*, ZOLA? BECAUSE YOU WOULDN'T EVEN *HAVE* THAT PATIENT IF NOT FOR ME.
LEVEL 07
BUT SOON... TONIGHT.
ONCE HE'S AWAKE... MOBILE...
THEN WE'RE ALL GETTING OUT OF HERE.

CAP! CAP!
LOOK OUT FOR THE *INTERNET!*
WHAT?!
I NEED TO SEND AN E-MAIL TO MY GIRL!
TO TELL HER TO GET TO THE *BOMB SHELTER!*
THERE'S NO *TIME* FOR THAT, BUCKY!

GENERAL PATTON NEEDS US TO SECURE THIS BRIDGE!
LET BOB HOPE *TEXT* HER FOR YOU TONIGHT AT THE *USO* SHOW!
STEVE-- **LOOK OUT!**
YOU'RE STANDING IN MY SHADOW!
I KNOW.
I *AM* YOUR SHADOW.
WHAT? I DON'T UNDERSTAND...

JUST DON'T LOSE THE *SHIELD*...
I'M GOING TO WANT THAT BACK.
YEAH, SURE... *OF COURSE.*
SAY IT IN *RUSSIAN.*
WHAT THE HELL IS *THAT* SUPPOSED TO MEAN?
YOU *KNOW.*
SAY IT IN RUSSIAN...
THAT WASN'T *ME*...
IT WASN'T *MY FAULT*...
HUUH...

ALREADY BUSTED SOME *RIBS*, HUNH?
MAN... I *REALLY* NEED TO UPGRADE THIS PLACE'S *SECURITY SYSTEM*.
YOU LEFT THE LIGHTS ON DOWNSTAIRS...I THOUGHT YOU WERE *TRAINING*.
YOU AREN'T HERE TO *FIGHT*, I HOPE?
FIGHT?
NEVER MIND...STUPID QUESTION.
SO WHAT *ARE* YOU DOING HERE?

WELL, I SAW THE NEWS... SAW *YOU* ON THE NEWS.
I GUESSED *THAT* MUCH.
AND WHILE I'M FAR FROM *THRILLED*...
I FIGURE *SOMEONE* NEEDS TO MAKE SURE YOU DON'T GET YOURSELF KILLED.
WAIT...YOU WANNA *WORK TOGETHER?*
I'VE GOT A *LEAD* ON TRACKING DOWN SHARON, MAYBE... SO YEAH...
I'M FIGURING MAYBE YOU AN' ME GO TRY AND SAVE MY FRIEND.
AND I CAN SEE IF YOU'RE REALLY *WORTHY* OF CARRYING THAT SHIELD.
UNLESS YOU'RE TOO INJURED?
NAH, I'VE BEEN HURT WORSE THAN *THIS* LOTS OF TIMES... I'M A QUICK HEALER.
SO, WHAT DO YOU SAY?
I SAY, LET'S GO SAVE THE GIRL.

OKAY, SHARON...LET'S DO THIS.
SECURITY CAMERAS DISABLED...
ALARM CODES NEUTRALIZED...
ACCESS GRANTED...
LET'S GO SAVE OUR MAN.

STEVE...? CAN YOU...
CAN YOU HEAR ME?
...WHAT...? WHO...WHO'S THERE...?
OH MY GOD... NO.

YOU'RE NOT--
YOU'RE NOT *STEVE.*
WAIT... YES...
STEVE... STEVE ROGERS... *YES.*
THAT *WAS* MY NAME...
BUT... WHO ARE *YOU?*

38
VOTE
3RD
WING
for a new
AMERICA

PART TWO

WAIT! WAIT!
WHO ARE YOU?!
STOP! DON'T COME ANY CLOSER!
BUT...YOU CALLED ME STEVE...
HE'S NOT STEVE.
I STAYED TO SAVE HIM...BUT IT'S NOT HIM.
DON'T... DON'T I KNOW YOU...?
DO YOU KNOW ME?
YES... I KNOW YOU.
I KNOW EXACTLY WHO THIS IS...EVEN IF HE DOESN'T KNOW HIMSELF.
BUT WHAT CAN I EXPECT? THIS ONE'S SUPPOSED TO BE DEAD, TOO...

BECAUSE YEARS AGO, DR. FAUSTUS MADE HIM SET HIMSELF *ON FIRE*... THAT'S HOW I KNOW WHO HE IS. FROM THE SCARS.
THE *GRAND DIRECTOR.*
WHO WAS *ALSO* THE CAPTAIN AMERICA OF THE *NINETEEN-FIFTIES.*
I LIKE IKE
A GUY WHO HAD EVERYTHING ABOUT HIMSELF ALTERED SO HE COULD BE JUST LIKE THE REAL STEVE ROGERS...
HE EVEN DISCOVERED A VERSION OF THE SUPER-SOLDIER SERUM AND USED IT ON HIMSELF AND *HIS* BUCKY-- *JACK MONROE.*

UNFORTUNATELY, THE **SERUM** HE AND JACK TOOK BACK THEN WAS INCOMPLETE, AND IT **TWISTED** THEIR MINDS...
TAKE THAT, **COMMIE!**
MADE THEM START TO SEE AMERICA'S **ENEMIES** EVERYWHERE.
AND WHEN FAUSTUS GOT HOLD OF THEM DECADES LATER, HE TRIED TO USE THEM TO RIP THIS COUNTRY APART ALONG THE **RACIAL DIVIDE.**
BUT STEVE STOPPED HIM.
LIKE HE ALWAYS DID.

JACK MANAGED TO SURVIVE THE EXPERIENCE, AND EVENTUALLY WENT ON TO BECOME *NOMAD*...
AND TO BECOME ONE OF *MY* STEVE'S BEST FRIENDS...
BUT NOW, JACK'S DEAD... AND SO IS STEVE...
YET SOMEHOW, THIS *ABOMINATION* IS STILL ALIVE.
PLEASE... WHY WON'T YOU JUST *TALK* TO ME...?
I KNOW I'VE SEEN YOU BEFORE...
IT'S A SICK JOKE, BUT SO ARE *ALL* THE RED SKULL'S JOKES. SO WHY DOES *THIS ONE* SEEM WORSE?
BECAUSE HE'S WEARING MY DEAD LOVER'S FACE?
I CAN'T LET THIS GO ON.
HEY--HEY, WHAT'RE YOU--
--DON'T *DO* THAT!
I'M SORRY... I REALLY AM.

AAAIIIEEEE!
ZZZAAAPTT
IT SEEMS YOUR PATIENT ISN'T EXACTLY *YOUR* PATIENT ANYMORE, DR. FAUSTUS.
AND YOUR GRASP OF THE *OBVIOUS* IS IMPRESSIVE, LUKIN.
THIS WOULDN'T HAVE HAPPENED AT ALL IF ZOLA HAD BEEN HERE MONITORING THE SUBJECT.
DON'T TRY AND *ADJUST* THE BLAME.
I'M NOT...
...BUT WE HAVE OTHER MATTERS TO TEND TO.
SHE... SHE WAS GOING TO *KILL ME*...
THERE, THERE, MY BOY...SHE WAS JUST *CONFUSED*...
NOW LET'S GET YOU BACK TO BED.

SHE... SHE KNEW MY NAME, TOO...
OF *COURSE* SHE DID.
EVERYONE KNOWS YOU...
YOU'RE *CAPTAIN AMERICA.*
HE'S LIKE AN INFANT, FAUSTUS.
HE'LL BE FINE. HE'S JUST DISORIENTED. HE'S BEEN SLEEPING A LONG TIME.
BUT HIS BODY HEALED WELL OVER THOSE YEARS.
AS I *SUSPECTED* IT WOULD.
WELL, FOR YOUR SAKE...I HOPE YOUR WORK WITH *HIM* WILL BE MORE EFFECTIVE THAN IT WAS WITH *AGENT 13.*

Meanwhile...
HEY, FALCON...YOU SURE THERE'S SOMETHING UP THIS WAY?
WE'VE BEEN ON THE ROAD FOR HOURS...
S.H.I.E.L.D. SATELLITES SHOWED TRUCKS GOIN' NORTHEAST ON THIS ROAD, FROM THE FACILITY WHERE FAUSTUS AND HIS PEOPLE WERE.
IT'S THE BEST LEAD WE'VE GOT.
HELL, IT'S THE ONLY LEAD WE'VE GOT.
ANY IDEA WHAT IT WAS THEY LOADED INTO THOSE TRUCKS?
NAH, THE FIELD TEAM SWEPT THE PLACE I FOUND AND CAME UP EMPTY.
ONLY THING WE KNOW IS IT USED TO BE A HIGH-END MENTAL CLINIC THAT FAUSTUS WAS RUNNING AS A FRONT.
SO IT'S SOMETHING HE WAS SITTING ON FOR A LONG TIME...
AND THAT COULD BE ALL KINDS OF NASTINESS.
I KNOW... I'VE MET THE MAN, REMEMBER?

WELL, REMIND ME TO TELL YOU ABOUT THE *RACE WAR* HE TRIED TO START BACK IN THE DAY...
OH, *HOLD UP*-- STOP OVER TO THE RIGHT, IN THAT *COVER*.
WE'RE HERE.
WHERE?
WHERE THE TRUCKS STOPPED.
SOME OLD FACTORY...
OKAY, LET'S CHECK IT.
HOLD UP...LET'S GET SOME RECON FIRST.
I KNOW HOW TO *RECON*, SAM.
NOT AS GOOD AS *REDWING*, YOU DON'T.
DOES YOUR BIRD *TALK?*
JUST TO ME... AND IT'S NOT EXACTLY *TALKING*.
I CAN *SEE* WHAT HE SEES.
SO, WHAT'S HE SEEING?

A.I.M. AGENTS... LOOKS LIKE THEY'RE SHUTTING THIS PLACE DOWN.
AND SOMETHING ELSE...
OH *YEAH*... WE'VE GOT ONE OF THE SKULL'S ***BIG GUNS*** HERE.
PROFESSOR ARNIM ZOLA HIMSELF IS OVERSEEING THIS CLEANUP.
THAT'S THE ***SCIENTIST?*** THE ROBOT GUY?
YEAH... AND IF HE'S ***HERE***, THAT MEANS THIS PLACE IS ***IMPORTANT***.
WELL THEN, IT LOOKS LIKE THE RED SKULL'S ABOUT TO BE BACK WHERE I LIKE HIM...
ON THE LOSING SIDE OF THE BATTLE.

--AND THIS BATTLE WILL NOT BE WON DOING THINGS THE OLD WAY!
THE POLITICS OF THE PAST, THE POLITICS OF CORRUPTION AND DEGRADATION HAVE LED US TO THIS PLACE!
A PLACE WHERE OUR ECONOMY STANDS ON THE VERGE OF ANOTHER GREAT DEPRESSION!
T WING
A NEW
AMERIC
WRIGHT FOR AMERICA
WHERE OUR CITIZENS ARE AFRAID TO WALK THEIR OWN STREETS AT NIGHT!
AND I SAY NO MORE! IT'S TIME FOR THE RULE OF LAW TO RETAKE AMERICA!
THE RIGHT WING AND THE LEFT WING HAVE GOTTEN US TO THIS STALEMATE! IT'S TIME FOR A NEW WING, A THIRD WING-- TO UNITE US ALL!
SENATOR GORDON WRIGHT, GIVING A MAJOR SPEECH ON HIS THIRD PARTY CANDIDACY FOR PRESIDENT TODAY...
FOR
SEN. WRIGHT GIVES FIRST MAJOR SPEECH
5:23 p ES
AND AS MOST REPORTS HAVE NOTED, HE DREW QUITE A CROWD.
AN ESTIMATED TEN THOUSAND PEOPLE CAME TO HEAR HIM SPEAK...
SEN. WRIGHT DRAWS 10K LISTENERS
5:23 p ES

AND EARLY POLLING SHOWS THAT IN JUST DAYS, THE SENATOR HAS ALREADY MADE WAVES IN THE CAMPAIGN... ALTHOUGH SMALL ONES.
EARLY POLLING RESULTS IN
5:23 p ES
OVER TWENTY PERCENT HAVE A POSITIVE VIEW OF THE SENATOR, AND WOULD CONSIDER VOTING FOR HIM IN NOVEMBER.
YES 20%
SEN. WRIGHT WELL LIKED POLLS SAY
5:23 p ES
BUT INDEPENDENTS PREFER HIM TO ANY OF THE DEMOCRATIC OR GOP CANDIDATES.
TWENTY PERCENT... THAT'S NOT GOING TO DO IT, SKULL.
SEN WRIGHT WELL LIKED POLLS SAY
THOSE ARE THE FIRST NUMBERS. THEY MEAN NOTHING.
AND THEY'LL MEAN LESS THAN NOTHING SOON.
I SUPPOSE... BUT LET'S NOT FORGET IT'LL BE MY WORK THAT MAKES IT SO.
YOU'RE NOT THE ONLY ONE IN THIS, SKULL... REMEMBER THAT.

I'M REMEMBERING THAT TIME ME AND CAP ALMOST CAUGHT THE RED SKULL NAPPING IN DENMARK AS FALCON AND I MOVE IN.
SOMETHING ABOUT SAM'S TONE, HIS MOOD...THE WAY HE CARRIES HIMSELF.
KRAKK
WHAT--?
IT DOESN'T REALLY *REMIND ME* OF STEVE... HE'S CLEARLY HIS OWN MAN.
BUT THERE'S *SOMETHING* THERE... SOMETHING I CAN'T PUT MY FINGER ON.
GET THEM!
SOMEONE ALERT DR. ZOLA!
AN INFLUENCE, I GUESS.
AND I HAVE TO ADMIT, IT MAKES ME SMILE.
WHAMM
KRAKK

THEN I REALIZE SOMETHING STRANGE...
NO PANICKING!
STOP THEM!
I CARE ABOUT NOT LETTING HIM DOWN.
SHOWING HIM I CAN DO THIS JOB.
THAT WHATEVER FAITH HE'S PUTTING IN ME ISN'T MISPLACED.
GUH-- AHHH!

GGYAAAAAA!
KA-WHAMM
THAT MUST BE WHY IT FEELS LIKE THE GOOD OLD DAYS.
MUCH AS I HATE TO CALL THEM THAT...
...TO REALIZE DEATH AND COMBAT ARE *THIS* COMFORTABLE TO ME.
BUT THEY ARE.
FALCON-- I'M GOING AFTER THE ROBOT!

THIS IS WHAT I WAS BORN FOR.
FOOL.
ZZAAZZKKT
GYUHH--
YOU THINK ARNIM ZOLA FEARS YOU?!
THAT YOU ARE ANYTHING BUT A GNAT TO BE SQUASHED?!

SKKASHH
KA-BANGG
NICE EGO, CYBORG.
BRZZAATZZ
GAHH!
BUT I GUESS YOU NEED THAT, HANGIN' WITH THE RED SKULL...
DAMN BLACK-SKINNED MEDDLER!
BURN, THEN!
BEEEP
FSHHH
AHH!

HOLD THEM BACK!
ALL OF YOU!
KRRRSH
WATCH OUT!
I GOT THESE GUYS!
DON'T LET ZOLA GET AWAY!
RIGHT-- YEAH!
SHUK
THEY THINK THEY'VE ACCOMPLISHED SOMETHING. FOOLS.
I'LL TAKE EVERYTHING IMPORTANT HERE WITH ME.

ZZUUKK
ZUUK
THEY CAN HAVE THE VICTORY OF THE SCORCHED EARTH!
ZOOOP
ENGAGE SEQUENCE
E GAGE S QUEN
ALL RIGHT, ZOLA...STEP AWAY FROM THE--
SKKKRRRAAAKKKK
DESTRUCT
WHAT THE HELL?
TRU IN 0:03
AW $#@%...
BUCKY!

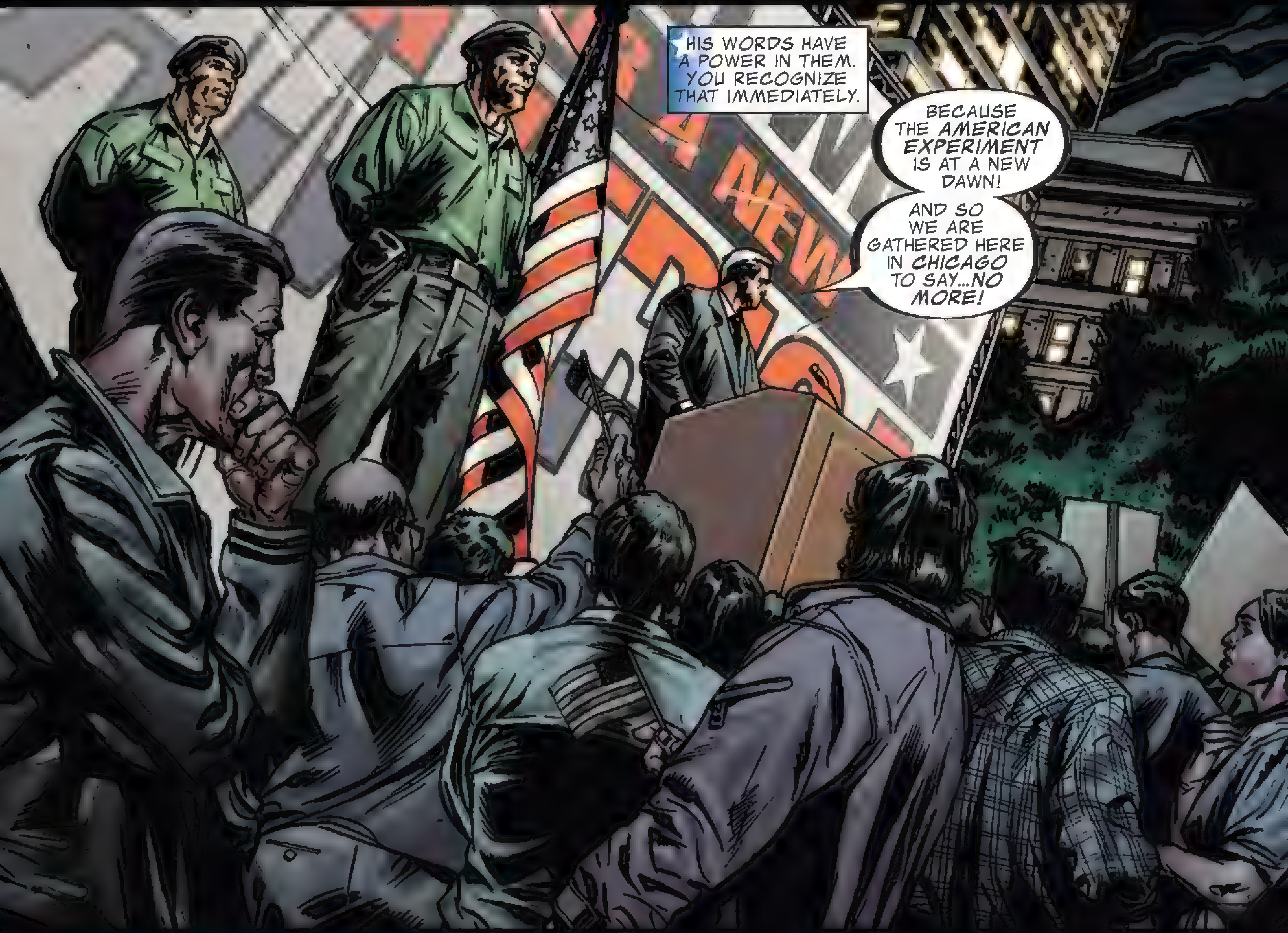
NICE SAVE...
THANKS.

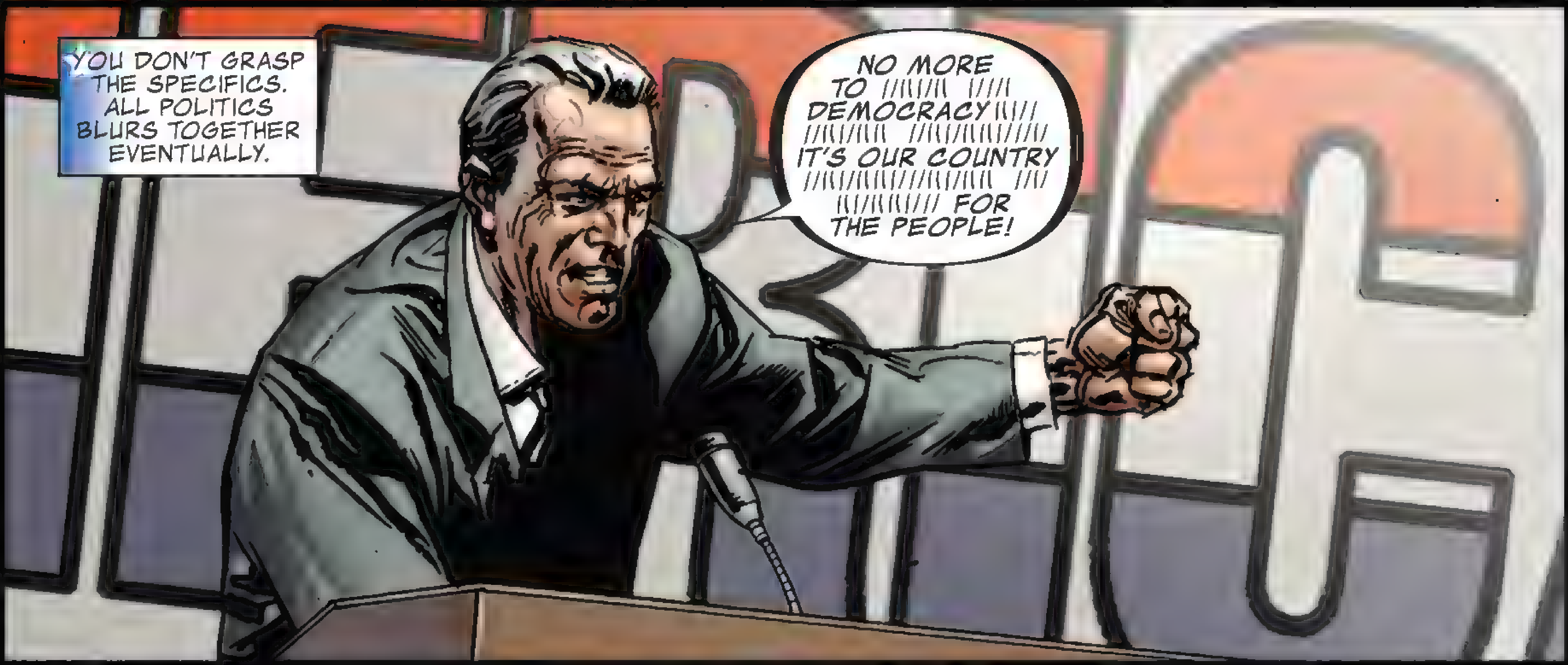
HEY, THAT'S WHAT THE WINGS ARE *FOR*...
YEAH, I GUESS SO.
WHAT'RE YOU THINKING?
IS THIS A *TEST?*
MAYBE.
OKAY, THEN...
I'M WONDERIN' JUST WHAT THE HELL *IT IS* THAT THE RED SKULL WANTS TO HIDE *THIS BADLY.*

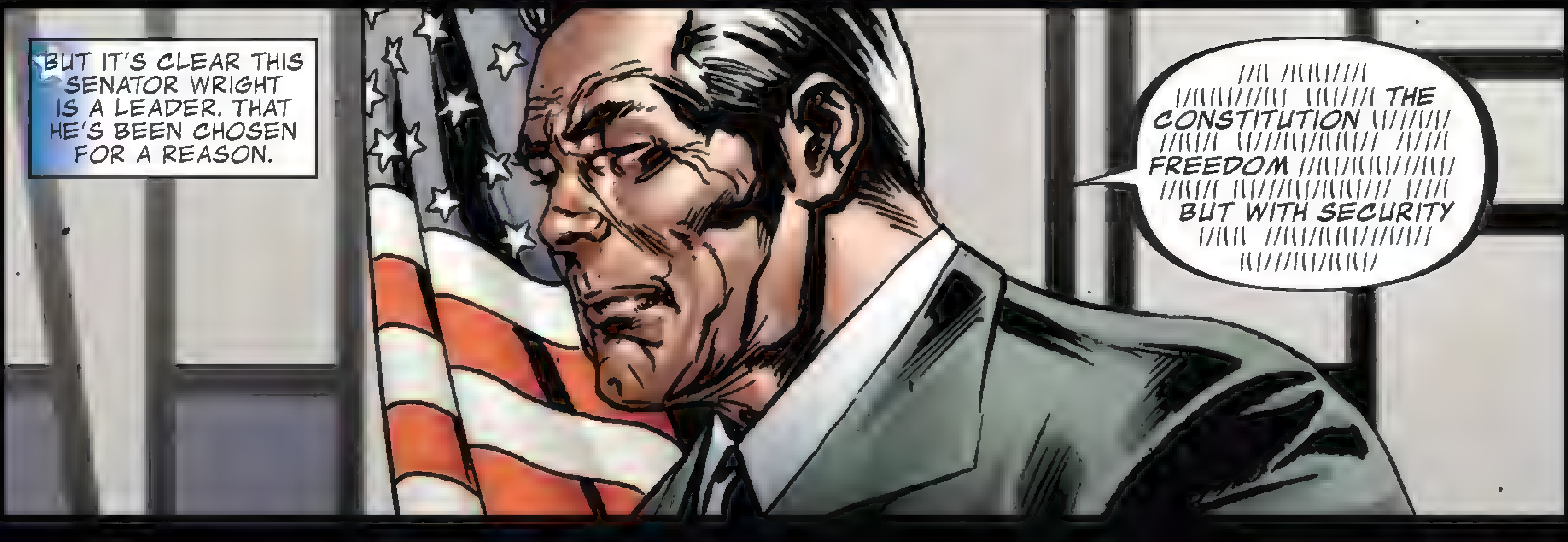
--THE PEOPLE HAVE MISSED THEIR HERO...
AND THE COUNTRY NEEDS HIM, STEVEN... LIKE SHE'S *NEVER* NEEDED HIM BEFORE.
THEY NEED A MAN... A MAN OF *HONOR*...
TRULY *WORTHY* TO CARRY THE MANTLE OF *CAPTAIN AMERICA*.
ARE *YOU* THAT MAN?
I...
YES...
YES, I AM.
VVZZSHHHKKK

SKULL, I'M BACK FROM MY ERRAND. IT DID NOT GO AS PLANNED.
YOU'RE GOING TO WANT TO HEAR THIS RIGHT AWAY.
I HAVE TO GO...THERE'S BEEN SOME COMPLICATION.
LEAVE, THEN...I COULDN'T CARE LESS.
NOW THEN...LET US CONTINUE YOUR LESSONS.
YES, DOCTOR... PLEASE.
THIS MAN IS THE UNWORTHY COWARD...THE PRETENDER TO YOUR TITLE.
AND HE'S SOMETHING MUCH WORSE THAN THAT, MY CAPTAIN...
...HE'S ALSO THE MAN WHO KILLED JACK MONROE...
YOUR SIDEKICK.
BUCKY...?

PART THREE


HIS WORDS HAVE A POWER IN THEM. YOU RECOGNIZE THAT IMMEDIATELY.
BECAUSE THE AMERICAN EXPERIMENT IS AT A NEW DAWN!
AND SO WE ARE GATHERED HERE IN CHICAGO TO SAY...NO MORE!


YOU DON'T GRASP THE SPECIFICS. ALL POLITICS BLURS TOGETHER EVENTUALLY.
NO MORE TO DEMOCRACY IT'S OUR COUNTRY FOR THE PEOPLE!


BUT IT'S CLEAR THIS SENATOR WRIGHT IS A LEADER. THAT HE'S BEEN CHOSEN FOR A REASON.
THE CONSTITUTION FREEDOM BUT WITH SECURITY

YOU'RE PROUD TO BE PART OF THIS NIGHT, AS YOU WATCH FROM THE SHADOWS.
//////// //// //////// OR WE ARE NOT AMERICANS!
AS YOU WAIT.
YOU NOTICE THE DOCTOR'S MEN BEFORE THEY GET NEAR THE PODIUM.
YOU COULD STOP THEM NOW, BEFORE ANY LIVES ARE PUT AT RISK.
YOU COULD STOP THEM AND GO AFTER THE IMPOSTOR.
THE MAN WHO TOOK YOUR NAME... WHO KILLED YOUR PARTNER.

BUT NO... THAT'S NOT THE PLAN. NOT THE *DOCTOR'S* PLAN.
SO YOU WAIT FOR THEM TO GET INTO POSITION.
YOU WAIT FOR THE SIGNAL...FOR THEM TO MAKE THEIR MOVE.
DIE-- SENATOR FASCIST!
AS YOU LEAP FREE, YOU FEEL THE ANGER BUBBLING INSIDE.
AND YOU KNOW... IT WON'T BE LONG NOW.

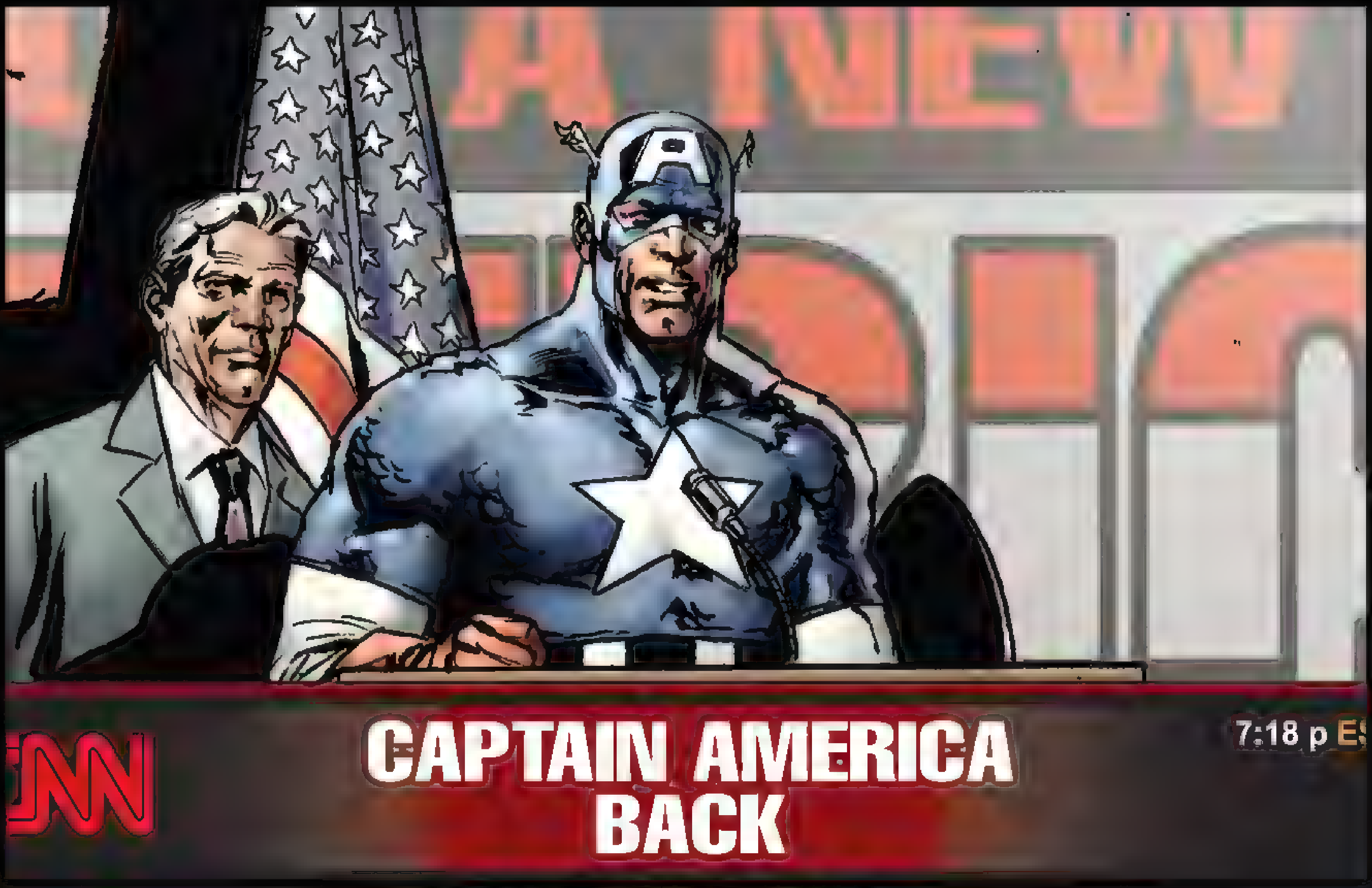
Brooklyn, New York
ARE YOU KIDDING ME?
NO... THEY'RE STILL EXAMINING IT.
IT'S BEEN A WEEK, SAM... AND THEY'VE GOT NOTHING?
BASICALLY, YEAH.
I SHOULD'VE-- WHOA--
NICE MOVE.
I SHOULD'VE TRIED HARDER TO FIND FURY.
YOU THINK NICK FURY'S GOT MORE RESOURCES THAN ALL OF S.H.I.E.L.D.?
I DON'T KNOW ABOUT THAT...BUT I'D THINK, WITH WHAT WE FOUND...

"...I MEAN, THAT THING WASN'T *ALL* JUNK.
"THERE HAD TO BE SOME *MEMORY CHIP* OR SOMETHING..."
SOMETHING *USEFUL.*
BUT WITH S.H.I.E.L.D. SPREAD SO THIN LIKE THEY'VE BEEN...
THEY'RE DOING THEIR *BEST,* BUCKY.
BUT *ARNIM ZOLA* IS A GENIUS ON THE DOCTOR DOOM LEVEL...
GETTING *ANY* CLUE OUT OF ONE OF HIS HALF-DESTROYED *ROBOT BODIES* ISN'T GONNA BE EASY.

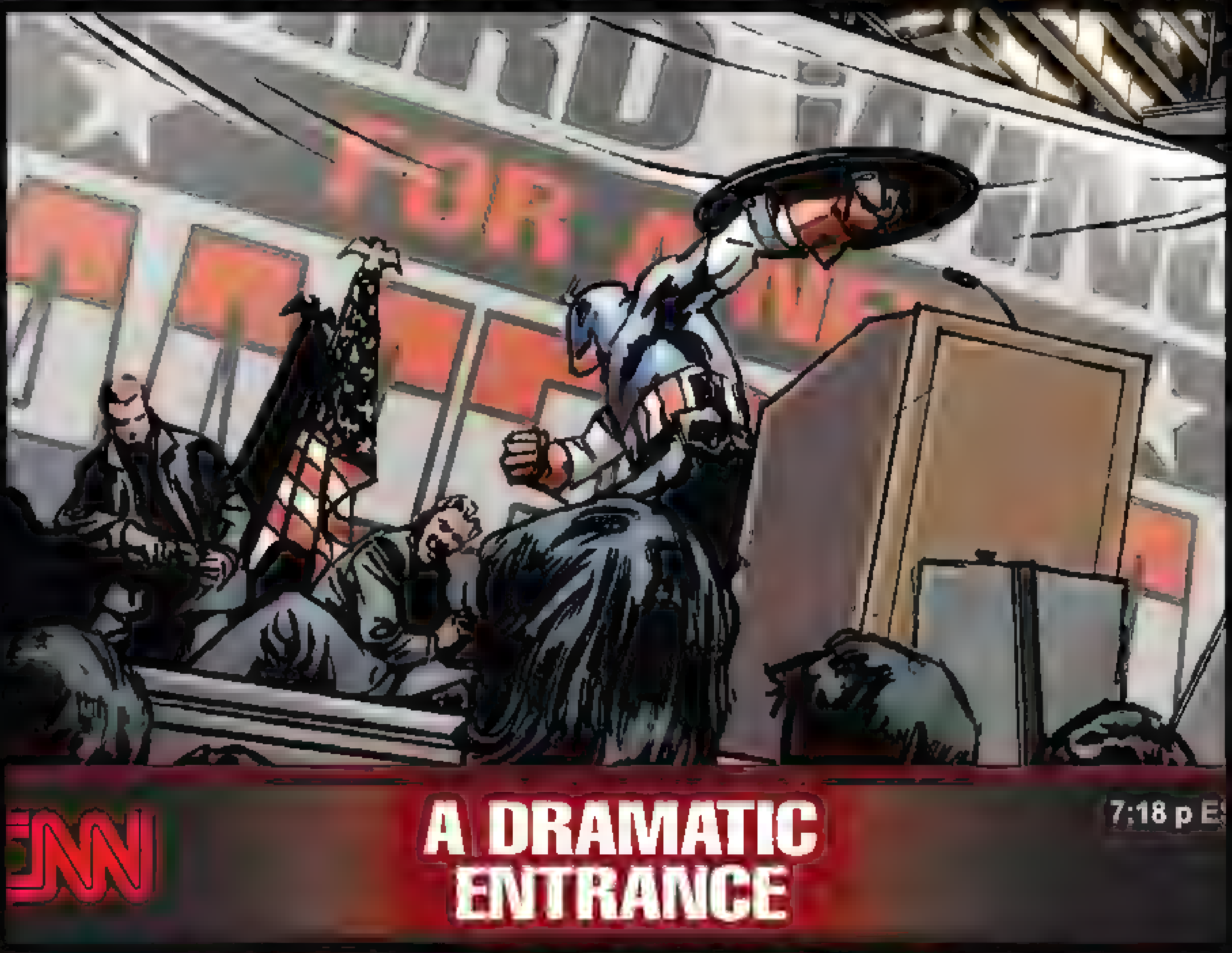
NEVER MIND FINDING THE *EXACT CLUE* WE NEED TO LEAD US TO DR. FAUSTUS, THE RED SKULL...
...AND SHARON.
HEY--
PAFF
I SHOULD'A *SEEN* THAT.
YOU WERE WORRYING TOO MUCH ABOUT THE METAL ARM.
YOU WOULD BE, TOO.
YEAH, I WOULD.
WE *HAVE* TO FIND HER, SAM...SHE *SAVED ME* FROM THEM.
DOES *NO ONE* REMEMBER ME *CATCHING* YOU?

ALL SHARON DID WAS THROW YOU OUT OF A PLANE.
BECAUSE SHE KNEW YOU WERE THERE...
SHE HAD TO.
AND THAT MEANS SHE KNOWS, SAM... SHE KNOWS WHO SHE REALLY IS, AND SHE'S TRAPPED.
IF SHE ISN'T ALREADY DEAD BY NOW.
NO...NOT YET. THAT'S NOT THE SKULL'S STYLE.
HE'LL WAIT TO KILL HER...'TIL WHEN IT'LL HURT THE MOST.
BREEET-DEEET
IT'S NATASHA.
BREEET-DEEET
HEY, 'TASHA...
WHAT? YEAH, I'M PRETTY SURE HE...
HOLD ON, WAIT. WE'RE DOWNSTAIRS... WHAT CHANNEL?

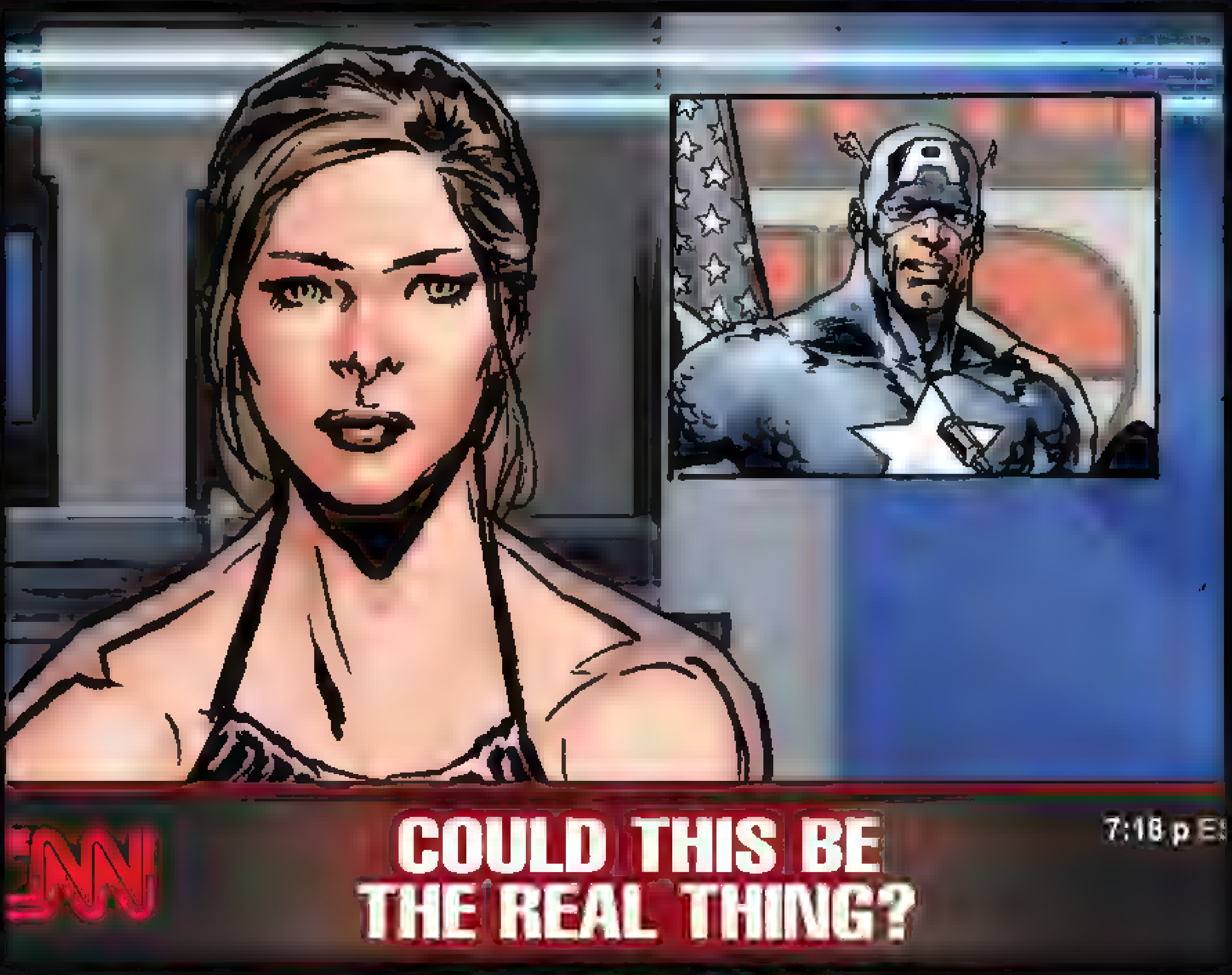
YOU MAKE SHORT WORK OF THE "BAD GUYS" AS USUAL...WONDERING WHAT THE DOCTOR PROMISED THEM FOR THEIR SACRIFICE.
OR PERHAPS, LIKE YOU, THEY'RE SIMPLY PATRIOTS.
AND IF SENATOR WRIGHT WAS EXPECTING YOU TO APPEAR AND SAVE HIM...IT DOESN'T SHOW ON HIS FACE.
YOU WONDER HOW HE'LL REACT WHEN YOU START PRAISING HIM TO THE CHEERING CROWD.
MY FELLOW AMERICANS... HEAR ME THIS NIGHT...


A NEW
CAPTAIN AMERICA BACK
7:18 p ES

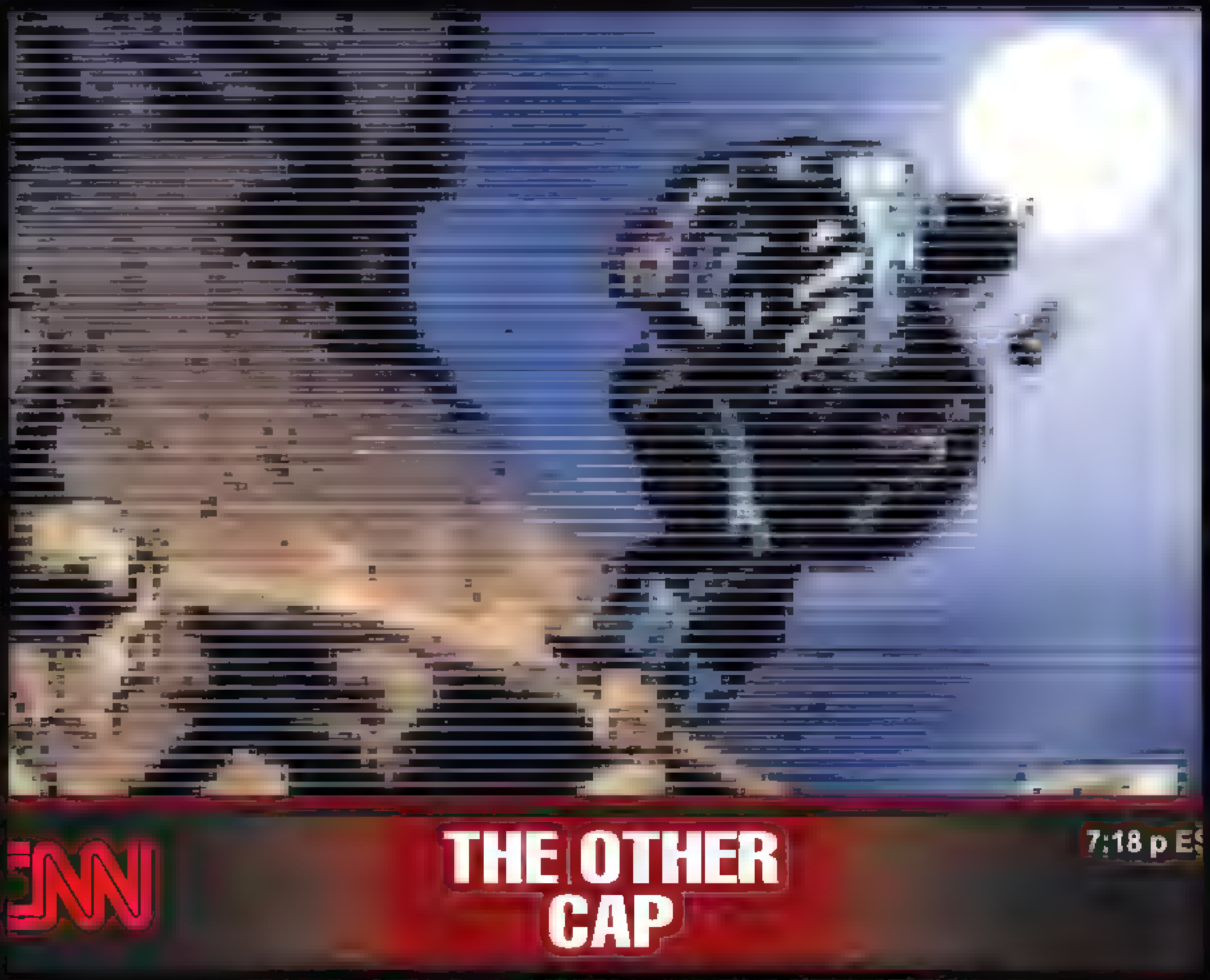
--IF YOU'RE JUST TUNING IN, OUR TOP STORY TONIGHT--HAS THE REAL CAPTAIN AMERICA RETURNED?


FOR
A DRAMATIC ENTRANCE
7:18 p ES

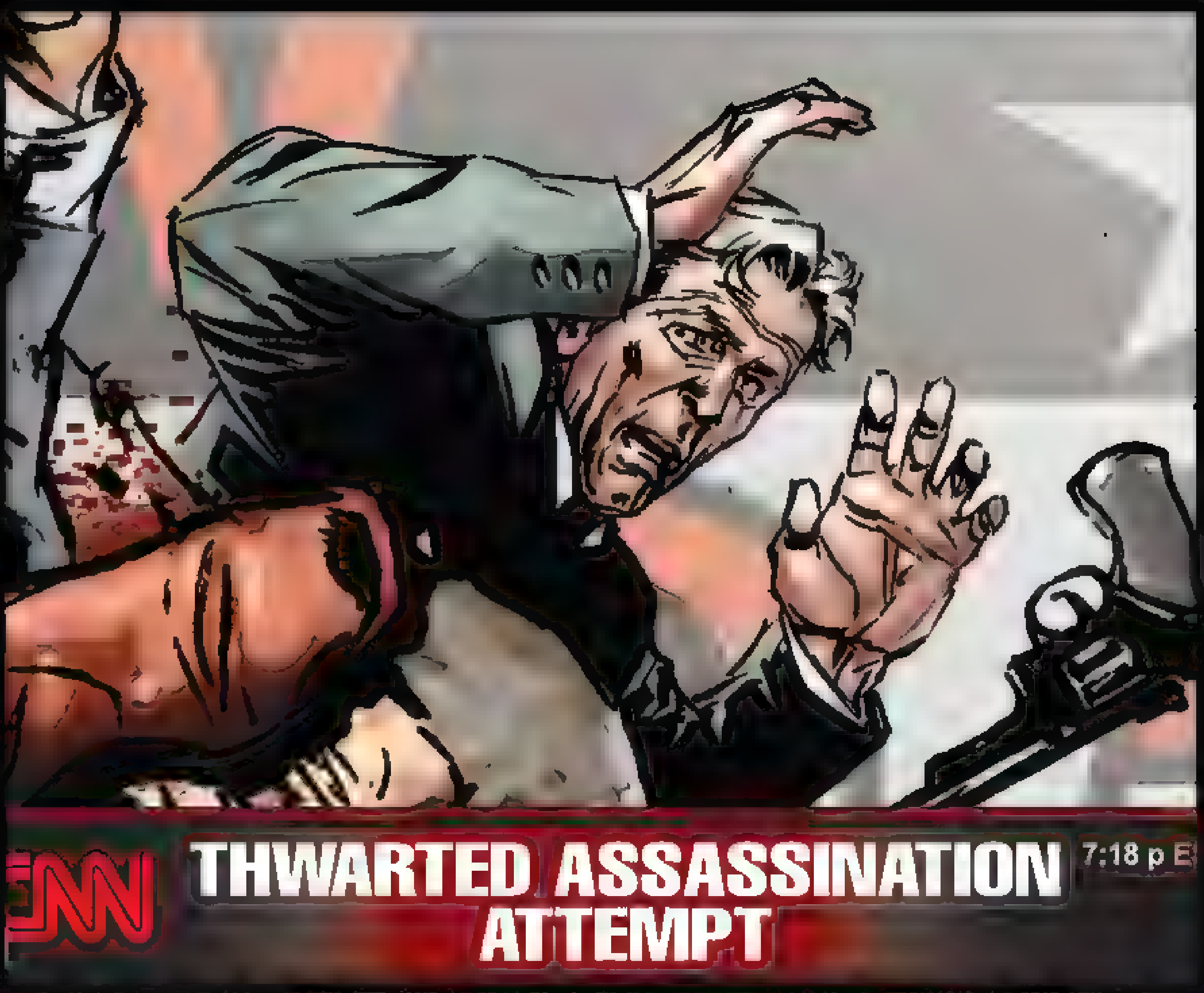
A STARTLING APPEARANCE BY A MAN WHO DRESSED AND SOUNDED REMARKABLY LIKE **STEVE ROGERS,** AMERICA'S SLAIN SUPER-SOLDIER, HAS THE MEDIA **ON FIRE** TONIGHT.


COULD THIS BE THE REAL THING?
7:18 p ES

COULD THIS BE THE REAL **CAPTAIN AMERICA?** BACK FROM THE DEAD?


THE OTHER CAP
7:18 p ES

AS MANY WILL RECALL, LAST WEEK SAW AN APPEARANCE OF ANOTHER MAN IN A CAPTAIN AMERICA SUIT, ALTHOUGH THAT WAS A VARIANT LOOK


THWARTED ASSASSINATION ATTEMPT
7:18 p ES

BUT TONIGHT, CAPTAIN AMERICA LEAPT TO THE AID OF THIRD PARTY PRESIDENTIAL CANDIDATE WRIGHT...

WHO CAME UNDER ASSAULT BY RIGHT WING RADICALS DURING A SPEECH IN CHICAGO.

CNN
AND THEN, IN A BIZARRE TURN, THIS CAPTAIN AMERICA ADDRESSED THE CROWD, PRAISING SENATOR WRIGHT...
CAP ADDRESSES CROWD
7:19 p ES
BECAUSE NO ONE BUT THIS MAN HAS THE COURAGE TO DO WHAT MUST BE DONE...
AISES SENATOR WRIGHT
7:19 p ES
PRAISES SENATOR WRIGHT
CNN
...TO MAKE THE AMERICAN FUTURE THE DREAM IT WAS MEANT TO BE.
THAT... THAT SOUNDS *JUST* LIKE STEVE. JUST LIKE HIM.
VOICES CAN BE FAKED.
IT'S THE SKULL... IT'S *GOT* TO BE.
WE *KNEW* SOMETHING ABOUT SENATOR WRIGHT WASN'T ON THE LEVEL.
BUT MAYBE HE'S NOT JUST A PATSY, HUNH?
MAYBE *HE'S* OUR LINK...FROM KRONAS TO THE RED SKULL...
ISES SE R WRIGHT
7:19 p ES
...TO THIS *OTHER* CAPTAIN AMERICA.

THEY'RE OFF CELEBRATING SOMEWHERE... THE *EVIL* THREE STOOGES.
CELEBRATING THE DEBUT OF THEIR TWISTED CAPTAIN AMERICA.
I'M NOT SO DRUGGED I HAVEN'T OVERHEARD EVERY WORD SAID IN THIS MEDICAL BAY.
THEY'RE AFRAID TO DOPE ME UP TOO MUCH, AFTER ALL.
THEY DON'T WANT TO DAMAGE ANYTHING.
BECAUSE I'M AT ELEVEN WEEKS, ACCORDING TO THE NAZI ROBOT DOCTOR.
HAS IT NOT EVEN BEEN THREE MONTHS SINCE I KILLED MY LOVER?
YOUR *FRIENDS* HURT MY BOYFRIEND, BITCH.
YOU *HEAR* ME?!
YOU'RE GONNA *PAY* FOR THAT.
WHEN DADDY'S *DONE* WITH YOU...YOU'RE *MINE*.

WELL...AT LEAST THE COMPANY IS ENTERTAINING.
IF YOU FIND RABID ANIMALS ENTERTAINING.
I'M GONNA TAKE MY *TIME*, TOO...YOU'RE GOING TO BE DYING FOR *DAYS*.
MISS SIN, *PLEASE*...
DON'T *AGITATE* YOURSELF. THE *HEALING PROCESS*--
GET *AWAY* FROM ME, MORON!
PREGNANT AND STRAPPED TO A BED, WHILE THE RED SKULL'S *DAUGHTER* RANTS AT ME.
YOU KNOW WHAT? I MIGHT NOT EVEN *WAIT* FOR DADDY'S SAY-SO...
WE'LL *SEE* WHEN I GET OUT OF THIS BED.
AN' *THAT'S* GONNA BE *SOON*, SHARON...
JUST ANOTHER LEVEL IN MY OWN PERSONAL HELL.

Three Days Later
A FEW NIGHTS AFTER THE LIBERATION OF PARIS, ME AND TORO GOT DRAGGED TO A PLAY BY SOME CUTE FRENCH GIRLS.
IT WAS A WEIRD PLAY, BUT THE GIRLS LIKED IT.
--AND AS YOU CAN SEE, JOHN, THE CROWD HERE TONIGHT IS HUGE.
THIRD WING FOR A NEW AMERICA
ALL I REMEMBER, THOUGH, IS ONE LINE...
"HELL IS OTHER PEOPLE."
AND IT'S NOT UNEXPECTED, AS WEEKEND POLLING SHOWED A MASSIVE SPIKE FOR SENATOR WRIGHT'S CANDIDACY.
I ALWAYS LIKED THAT LINE.
HELLO MINNEAPOLIS!
FOR A NEW AMERICA
THIRD WING FOR A NEW AMERICA
BUT NOW I'M THINKING...

...HELL IS POLITICS.
THIRD WING! YEAH!
THIRD WING!
BUT POLITICS IS *THEATER*... SO I GUESS IT ALL COMES FULL CIRCLE.
MY FELLOW AMERICANS...
THANK YOU FOR COMING OUT THIS NIGHT TO HEAR THE TRUTH...
CAP'S CANDIDATE!
THE TRUTH... *RIGHT.*
ALMOST EVERY PERSON HERE IS JUST HOPING FOR ANOTHER CAPTAIN AMERICA APPEARANCE. THE CROWD IS *BUZZING* WITH IT.
YEAH, THEY'RE HERE FOR *THE LIE*...JUST LIKE I AM.
THEY JUST DON'T KNOW IT.

AND SENATOR WRIGHT HAS HIS ACT DOWN TO A SCIENCE BY NOW.
FOR A NEW
--BECAUSE THE SPECIAL INTERESTS HAVE TAKEN AWAY YOUR CHOICES!
AND THEY OWN THE MEDIA, SO NO ONE'S TELLING YOU ABOUT IT!
HE'S NO F.D.R. BUT HE HAS A LOT TO WORK WITH.
NO ONE BUT ME!
THIRD WING FOR A NEW AMERICA
A LOT OF THINGS THE CROWD IS SCARED ABOUT.
SKYROCKETING GAS PRICES, THE PLUNGING DOLLAR, FOOD RIOTS, THE HOUSING MARKET CRASH...
THIRD WING FOR A NEW AMERICA
IT'S LIKE SOMEONE'S HAVING A FIRE SALE ON OUR COUNTRY.
WHICH, OF COURSE, THEY ARE...AND THAT'S ANOTHER PART OF THE LIE...
--WHILE OUR BRIDGES COLLAPSE THROUGH NEGLECT, WHILE OUR COMMUNITIES FALL APART THROUGH LACK OF OPPORTUNITY...
I SAY...NO MORE!
...BECAUSE THIS GUY IS WORKING FOR THE BUYER.

HE FINISHES HIS SPEECH, THE CROWD GOES WILD... AND I TELL MYSELF TO REMEMBER THIS...
THAT THE ONES WHO ARE WORKING FOR THE BAD GUYS DON'T ALWAYS STAND OUT FROM THE REST OF THEM.
AND OF COURSE, THE SENATOR PERFORMS *SOLO* TONIGHT.
AW, MAN... I THOUGHT *CAP'N AMERICA* WAS S'POSED TA BE HERE?
I'M ONLY SUPPOSED TO BE HERE WATCHING.
KEEPING AN EYE OUT FOR THE STEVE ROGERS STAND-IN.
FALCON WON'T LIKE IT IF I GO OUTSIDE *MISSION PARAMETERS.*
HE'LL POINT OUT HOW STUPID IT IS FOR ME, AN *UNREGISTERED* HERO, TO BE SHADOWING A *PRESIDENTIAL* CONTENDER.
IS CAP REALLY BACK? PAGE 2
THE OFFICIAL NEW
THE DB
IS CAP REALLY BACK?
PAGE

THE SENATOR DOESN'T HAVE SECRET SERVICE PROTECTION.
HE'S NOT *THAT* MUCH OF A CONTENDER YET.
WHAKK
UKK--
HE'S USING *KANE-MEYER* INSTEAD, THE SAME FASCISTS HE USED DURING THE RIOT IN D.C.
AND KANE-MEYER IS A DIVISION OF *KRONAS INTERNATIONAL.*
THAT SHOULD BE JUSTIFICATION ENOUGH FOR BREAKING INTO HIS HOTEL ROOM.
IN CASE I NEEDED *MORE* PROOF THAT WRIGHT IS OUR PATH TO THE RED SKULL.
SO... WHERE IS HE?

IT'S ANOTHER BIG NIGHT FOR THE SKULL AND HIS INNER CIRCLE, FROM THE CHATTER AMONG THE SHEEP.
AND SIN IS FINALLY GETTING DISCHARGED.
THAT'S GOOD, NEAR *FULL MOBILITY.* THE DOCTOR WILL BE PLEASED.
DR. ZOLA CAN *BITE ME.*
THOSE TREATMENTS SHOULD'VE HAD ME OUT OF HERE DAYS AGO.
SO IF THIS IS GOING TO HAPPEN...IF I'M GOING TO FINALLY *ESCAPE* THIS HELL...
...I'M NEVER GOING TO GET A BETTER CHANCE.
HEY--

I SLIPPED FREE OF MY RESTRAINTS AN HOUR AGO.
UTT--
KRNCHH
JUST NEEDED THE TIME TO GET FEELING BACK IN MY HANDS.
OH, NO WAY--
SHAKK
YOU ARE SO $#@% DEAD I CAN'T EVEN TELL YOU...
YOU'RE DEAD!

I DON'T THINK SO.
AHHH!
BAMM
NOW...
...LET ME TELL YOU WHAT'S GOING TO HAPPEN.
YOU'RE GOING TO TELL ME WHERE MY CLOTHES ARE...
...AND THEN YOU'RE GOING TO WALK ME RIGHT OUT OF THIS PLACE...
...UHHN...
...BITCH.

I HAVE TO GET OUT OF HERE. THIS ISN'T RIGHT...
DAMN IT.
NO ONE'S BEEN STAYING IN THIS ROOM...JUST THE SECURITY GUY.
WHY DID I NOT LISTEN TO SAM? WHY THE HELL CAN'T I--
WHAMM
SKA-RASSHH

...WHOA... OW...
THAT PUNCH... THAT WAS *TOO* MUCH POWER...
GET UP...
...NOT EVEN ***STEVE*** HIT THAT HARD...
...YOU GET RIGHT BACK UP AND ***FACE ME,*** IMPOSTOR.
YOU ***ARE*** GOING TO DIE TONIGHT, MAKE NO MISTAKE...
BUT I'VE WAITED ***TOO LONG*** TO END THIS ***QUICKLY.***

PART FOUR

I'M SUPPOSED TO BE TOUGH AND SMART.
SUPPOSED TO BE LIVING UP TO A LEGACY.
I'M SUPPOSED TO BE *CAPTAIN AMERICA.*
UNHH!
SO, WHO THE HELL IS *THIS GUY?*
HEY!
HEY!
AND HOW THE HELL DID HE JUST PUNCH ME THROUGH TWO WALLS?
DON'T YOU EVEN *TRY* TO RUN AWAY, *IMPOSTER!*

MURDERER!
BACK-STABBING SCUM!
HE SURE AS HELL ISN'T STEVE.
WHAMM
AH!
EVEN THOUGH HE'S GOT HIS VOICE.
A CHEAP SHOT?!
YOU'RE EVEN WORSE THAN THEY SAID!
BUT HE'S STRONGER THAN STEVE EVER WAS.
KRAKK
AND FASTER.

I SHOULD'VE LISTENED TO THE FALCON.
SHOULD'VE BEEN PATIENT.
YOU DESERVE TO SUFFER *MORE* THAN THIS...
SAM *SAID* THEY WERE TRYING TO GET TO ME.
...FOR WHAT YOU'VE *DONE.*
TO DRAW ME OUT WITH THIS... TWISTED FREAK...
AND I KNEW HE WAS RIGHT.
AHHT--
I'M NOT MAKIN' IT *THAT* EASY.
I KNEW IT.
COME AND GET ME.
BUT I JUST COULDN'T STOP MYSELF.

And In The Red-Skull's Lair...
IF YOU'RE SMART...YOU'LL JUST STOP RIGHT HERE, SHARON.
TOO BAD FOR YOU THEN, SIN...
AH!
...THAT I'M WAY PAST STUPID FROM WHAT YOU PEOPLE HAVE DONE TO ME.
YOU'RE NEVER GETTING OUT OF HERE. NOT EVEN WITH ME AS HOSTAGE.
MY FATHER'S GOING TO PEEL THE FLESH FROM YOUR BONES.
NOT TONIGHT, HE WON'T...HE AND HIS LACKEYS ARE BUSY.
TOO BUSY TO SAVE YOU...

"...THE GIRL WHO WASN'T EVEN *INVITED* TO THE BIG EVENT."
IT'S *PERFECT*, ZOLA...
YES... I *MUST* AGREE.
HOW MANY SATELLITES HAVE YOU *COMMANDEERED* FOR THIS SCREENING, DOCTOR?
WORRY ABOUT *YOUR* PATIENT, DOCTOR... NOT *MY* CAPABILITIES.
I WAS *TRYING* TO GIVE HIM A COMPLIMENT...
LEAVE IT, FAUSTUS... NOTHING MATTERS BUT *THIS*...
YES...I'M PLEASED WE CONFRONTED THE *WHELP* SOONER THAN LATER.
YOU WERE *RIGHT*, ZOLA. THAT ONE *COULD* BECOME *MORE* THAN A NUISANCE...
AND WE CANNOT HAVE *THAT*.

DAMN. THIS GUY ISN'T EVEN GIVING ME A SECOND TO CATCH MY BREATH.
WAY TOO FAST.
WAMM
AHHK!
THAT COULD HAVE BEEN MY HEAD...BUT AT LEAST IT HURT HIM.
I'M NOT GONNA GET A BETTER CHANCE.

LET'S SEE IF HE'S GOT A GLASS JAW.
KRAKK
COME ON... THAT WAS MY HAYMAKER...
COME ON!
SO... THAT WAS IT...THEN?
HOW THE HELL DOES HE RECOVER THAT--
THE BEST YOU'VE GOT?!

WHAKK
KNNCHH
UNHH!
DAMN IT...HE'S TOO FAST...AND *WAY* MORE POWERFUL THAN ME.
I MIGHT HAVE TO ***SHOOT*** THIS GUY...WHOEVER HE IS...
GOD, BUT YOU ARE A ***DISGRACE.***
...AND HE SOUNDS ***JUST*** LIKE STEVE.
YOU DON'T ***DESERVE*** TO BE WEARING THOSE COLORS.
IT ***CAN'T*** REALLY BE HIM... IT CAN'T...

--YOU *SEE* THAT? THIS IS *ALL* PART OF YOUR PROGRAMMING.
THAT'S IT. TWO MORE DOORS, SHARON...AND YOU'RE FREE.
JUST KEEP IGNORING THE EVIL PRINCESS...
THEY'RE *STILL* CONTROLLING YOU. I KNEW YOU WERE GOING TO DO THIS.
21
YOU CAN KILL HER SOME OTHER TIME.
SHUT UP.
NO.
KILL ME.
DON'T *TEMPT* ME.
SCREW YOU.
KRAKK
GYAHH--

TOO SLOW...THESE DRUGS THEY'VE HAD ME ON...
WHUUU...
THAT'S RIGHT...
WOOOT WOOOT WOOOT
YOU NEEDED ME FOR THE *VOICE SCANNERS* ON THE EXITS.
YOU WERE NEVER GONNA CUT MY THROAT.
YOU DON'T HAVE IT *IN* *YOU!*
KRAKK
I'VE GOT MORE IN ME THAN YOU CAN HANDLE, KID.
WE'LL SEE...
HANDS WHERE I CAN--
STOP. ALL OF YOU, STAY BACK.
I JUST WANTED AN AUDIENCE.
'CAUSE THIS IS *MY* SONG...

OKAY, BUCK... YOU CAN'T TAKE ANY CHANCES.
KRGGSHH
NOT IN THE WORLD YOU LIVE IN.
THERE'S TOO MUCH MYSTERY, AND TOO MANY LIES.
AND HELL, THIS GUY'S HITTING ME LIKE A CANNONBALL.
YOU'RE JUST FLAILING NOW...GETTING DESPERATE.
NOT EXACTLY.
KLANNG
STILL... IT BETTER NOT BE STEVE.

UHHN--
WHAMM
NOW-- STAY DOWN!
WHAPP
...WHUU...
AND LET'S SEE WHO'S UNDER THE MASK.
NO... NO WAY IN HELL...
...YOU-- YOU'VE GOTTA BE A TRICK.
OH, I'M FOR REAL...
AND THIS IS THE LAST FACE YOU'RE GOING TO SEE.

NO... YOU'RE *NOT* STEVE...
YOU *CAN'T* BE.
SHUT YOUR MOUTH!
I AM STEVE ROGERS!
THEN... DON'T YOU *KNOW* ME?
YEAH... I *KNOW* YOU...
...YOU'RE THE GUY WHO KILLED *BUCKY.*

THIS ISN'T GOOD...I'M FADING.
C'MON! YOU WERE ALL GUNG-HO!
STILL TOO MUCH OF THEIR DRUGS IN MY SYSTEM.
WASN'T PREPARED FOR A REAL FIGHT.
THOUGHT YOU WERE GONNA SCHOOL ME?!
UNH!
SMAK
I'M GOING TO LOSE.
I'M GOING TO LOSE AND THIS FREAK IS GOING TO KILL ME.
GUESS NOT, THOUGH... GUESS ALL THAT S.H.I.E.L.D. TRAINING WAS JUST A WASTE...
AND THEY'RE GOING TO TAKE MY BABY AND...AND...
NOO!
WHUDD

WHOA... GOT SOME REAL LUNGS ON YOU, GIRL.
LET'S SEE THEM UP CLOSE AND--
NO.
SWAK
HEY!
I WON'T LET THIS HAPPEN.
OH NO, YOU DON'T.
I WON'T.

BWNGG
--LET YOU WEAR THOSE COLORS AFTER WHAT *YOU'VE DONE?!*
DO YOU EVEN *UNDERSTAND?!*
DO YOU UNDERSTAND WHAT HE *MEANT?!*
TO *ME?!*
TO THIS *COUNTRY?!*
YEAH... I DO...

BUT IT LOOKS LIKE THEY DIDN'T GIVE YOU THE FULL STORY ON ME...
DID THEY?
NO... YOU...
THAT'S NOT...NOT RIGHT...
YOU'RE A MURDERER... YOU'RE NOT... YOU'RE...
WHAT IS HAPPENING, FAUSTUS?!
HE'S CRACKING...
GET HIM OUT OF THERE! BEFORE WE LOSE HIM, TOO!
SEND THE RECALL-- NOW!
THIS IS NOT ON ME... I TOLD YOU IT WAS TOO SOON.
LOOK... I THINK I KNOW WHO YOU ARE...
AND I CAN HELP YOU.

...BUT... YOU KILLED BUCKY...
...YOU KILLED HIM...
I KNOW... AND I'M SORRY...
BEEEEEEPZZZZ
UNH...
SORRY?
HEY, JUST LISTEN TO ME...
YOU'RE SORRY?!
YOU SHOULD BE DEAD!!
NO! IDIOT!

NO!
IDIOT.
HEY--
SHUT UP AND CLOSE YOUR EYES.
SKRRASHH
HE'S GONNA... GONNA GET AWAY...
SO LET HIM...

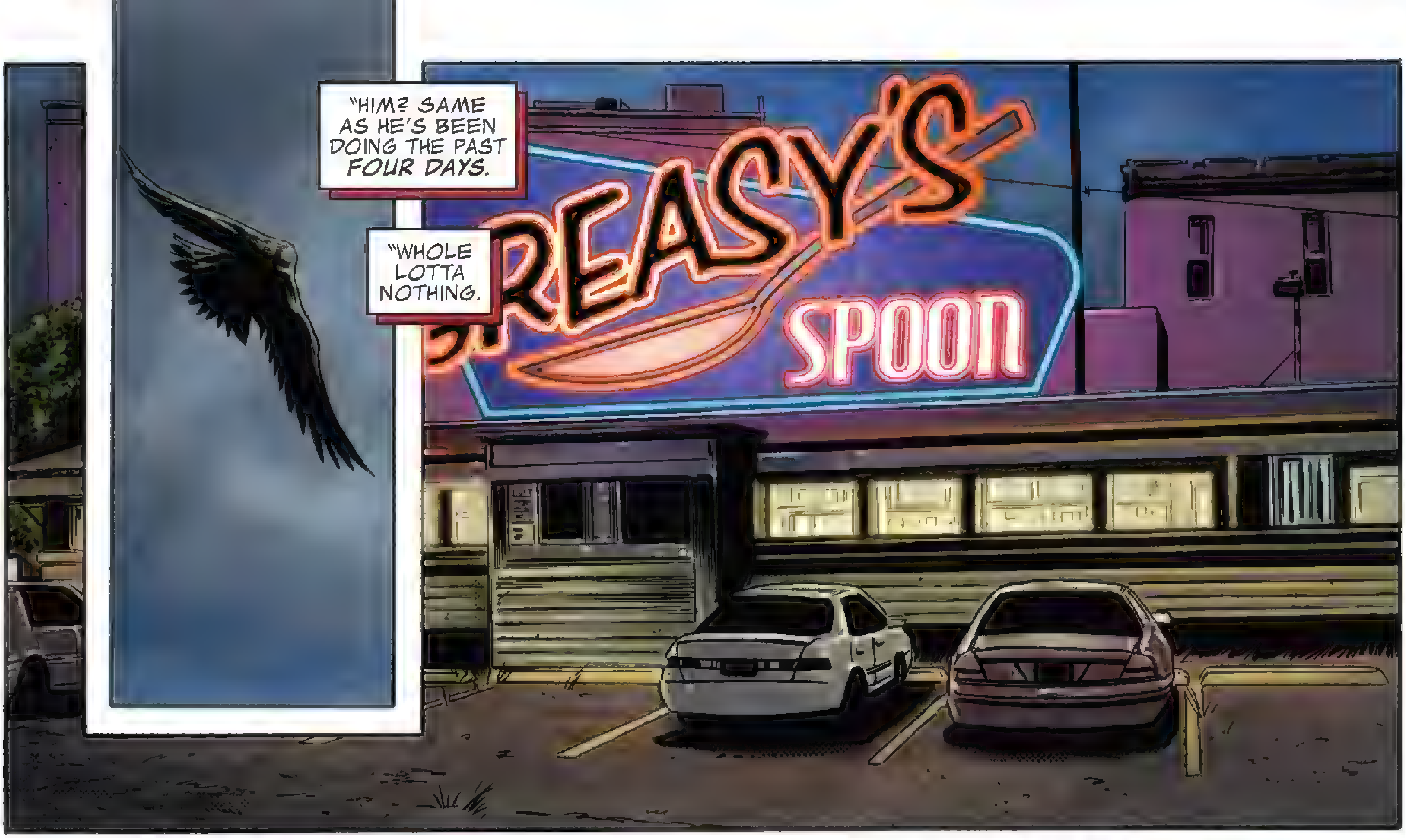
...THAT CRAZY FOOL CAN LEAD US TO THE RED SKULL.
YOUR BIRD'S *FOLLOWING* HIM?
A *LOT* OF BIRDS ARE, YEAH.
WAIT--YOU *KNEW* WHO HE WAS?
THE CAP FROM THE *NINETEEN-FIFTIES?*
I HAD *SUSPICIONS.*
BUT I KNEW *YOU'D* GO OFF THE HANDLE, AND FIND OUT FOR SURE.
I...I DIDN'T MEAN TO...
MAKES YOU FEEL ANY BETTER...I THINK *STEVE* WOULD'VE ON THIS ONE, TOO.
NO, IT DOESN'T... 'CAUSE THAT GUY WASN'T *JUST* CRAZY...
HE WAS *RIGHT*...I DESERVE HIS HATE.

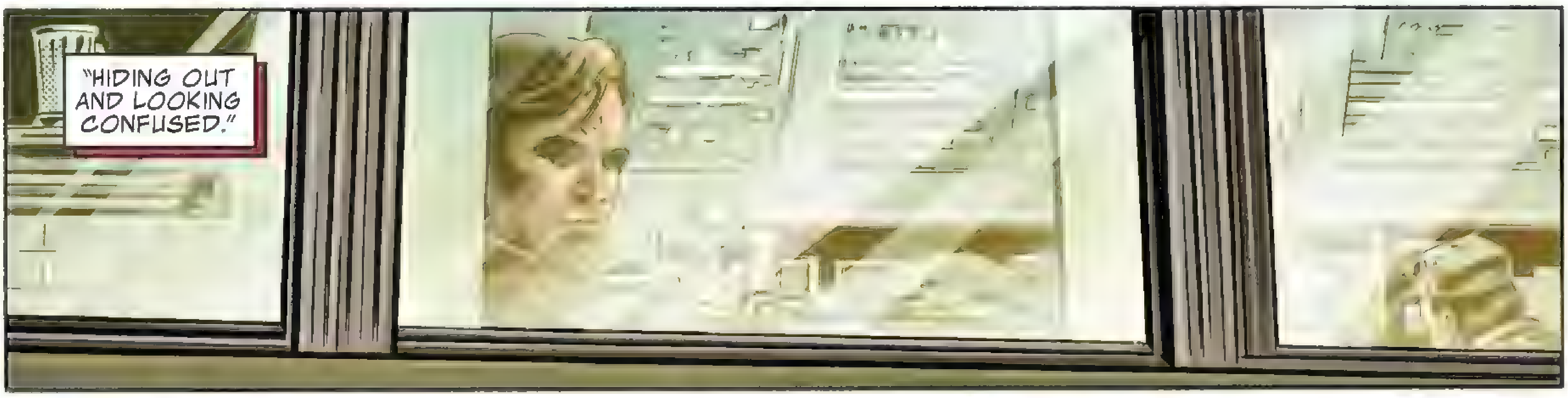
--YOU'VE EARNED MORE THAN *THAT*, FAUSTUS!
YOU *INCOMPETENT, OVERBLOWN*--
YOU WERE THE ONE--YOU AND YOUR ***ROBOT*** HERE!
*DO NOT POINT AT **ME**, DOCTOR.*
IT'S ALL GONE ACCORDING TO ***YOUR*** SCHEDULE!
AND ***THIS FOOL*** HASN'T EVEN CRACKED VON DOOM'S ***DEVICE*** YET!
YOU DON'T EVEN ***KNOW*** IF YOU CAN MAKE THE RE--
SIR?!
WHAT?! WHAT IS THE ***MEANING*** OF THIS INTERRUPTION?
IT'S...UM... THERE'S A PROBLEM, SIR...
...IT'S YOUR DAUGHTER.

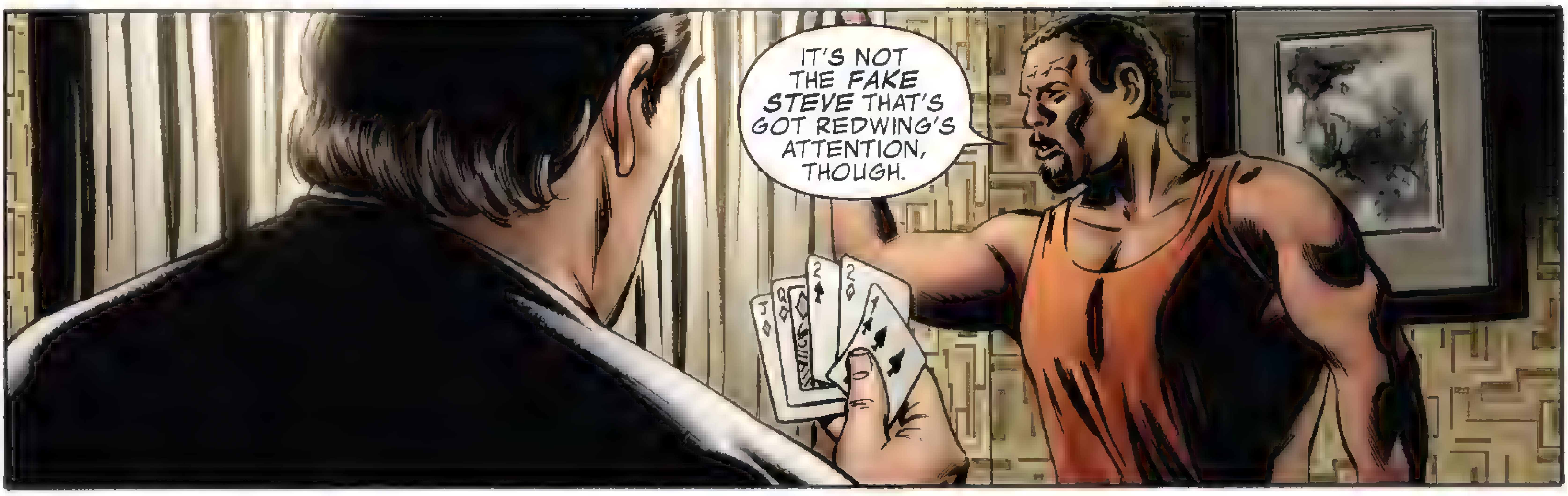
NO...THIS CANNOT BE...
SHE... SHE WAS TRYING TO KILL ME...TO ESCAPE...
GET HER TO MY MEDICAL BAY--NOW!
YOU STUPID, STUPID GIRL!
SLAPP
YOU HAVE NO IDEA WHAT YOU'VE DONE TO ME.
I SHOULD NEVER HAVE LET YOU LIVE...

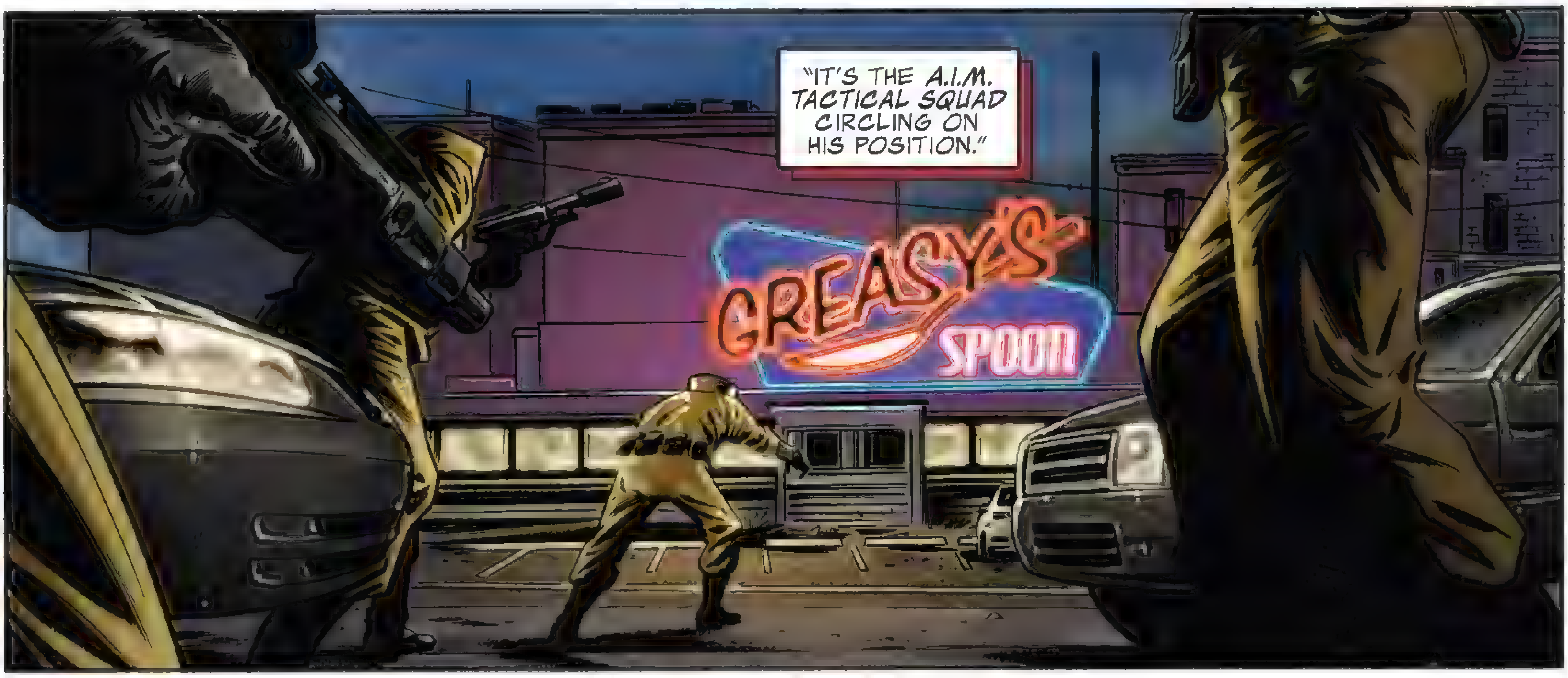
PART FIVE

MOTEL
FREE CONTINENTAL BREAKFA T
SO THAT'S WHAT? TWO HUNDRED AN' FIFTY DOLLARS I OWE YOU NOW?
DOLLARS? NO WAY, SAM... WE'RE PLAYING FOR *EUROS.*
I READ THE PAPERS, Y'KNOW.
EUROS? YOU OUGHTA BE *ASHAMED* OF YOURSELF.
SOME *CAPTAIN AMERICA* YOU'RE GONNA MAKE.
I'M A REALIST, SAM.
AND IT'S A *CAPITALIST* WORLD.
WELL, *EITHER WAY,* I STILL SAY YOU CHEAT.
NO. I'M JUST GOOD. IT'S SOMETHING YOU EITHER--
HOLD ON.
WHAT?
WHAT'S HE *DOING?*


"HIM? SAME AS HE'S BEEN DOING THE PAST *FOUR DAYS.*
"WHOLE LOTTA NOTHING.
REASY'S
SPOON

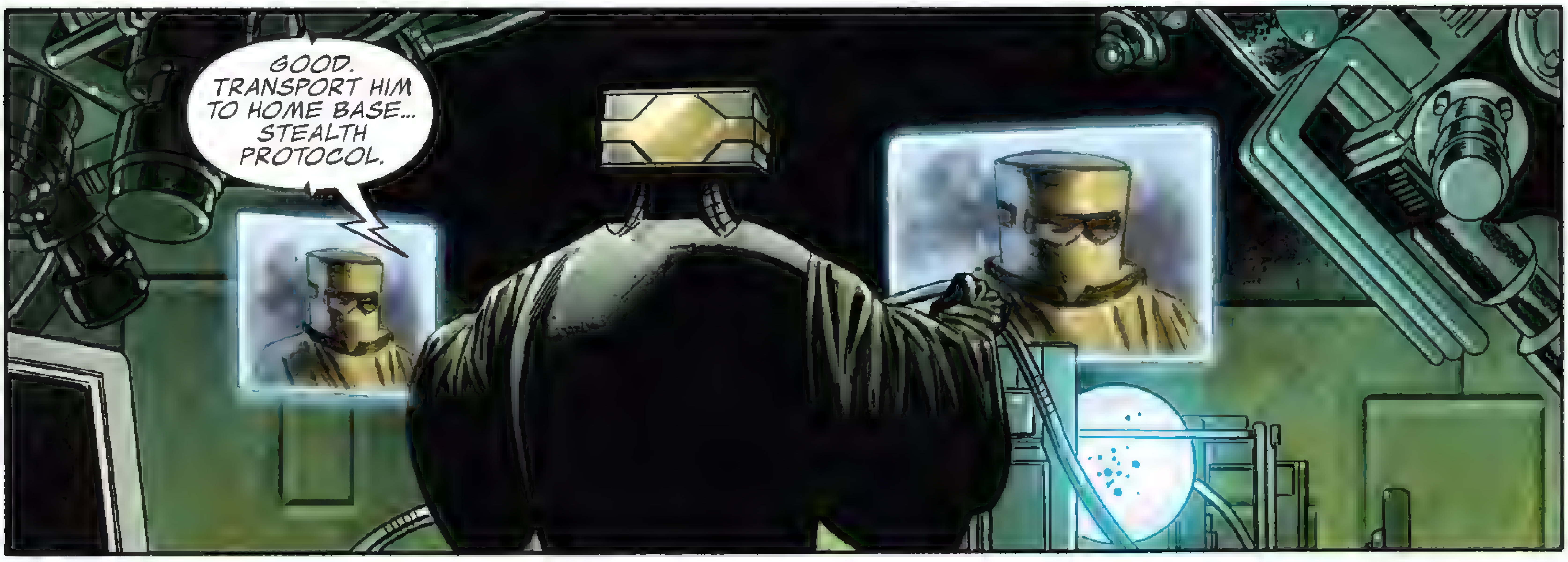

"HIDING OUT AND LOOKING CONFUSED."

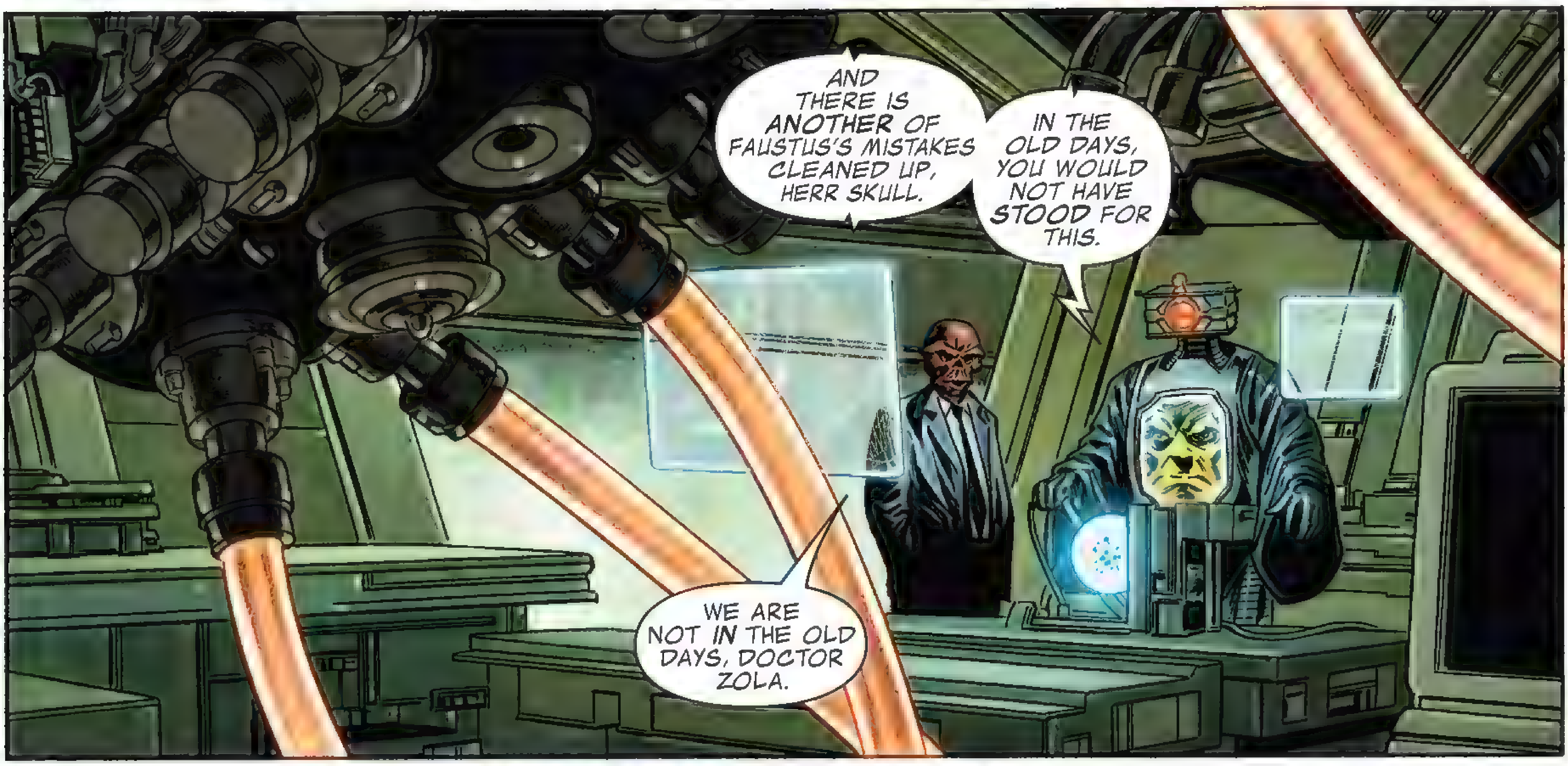

IT'S NOT THE *FAKE STEVE* THAT'S GOT REDWING'S ATTENTION, THOUGH.

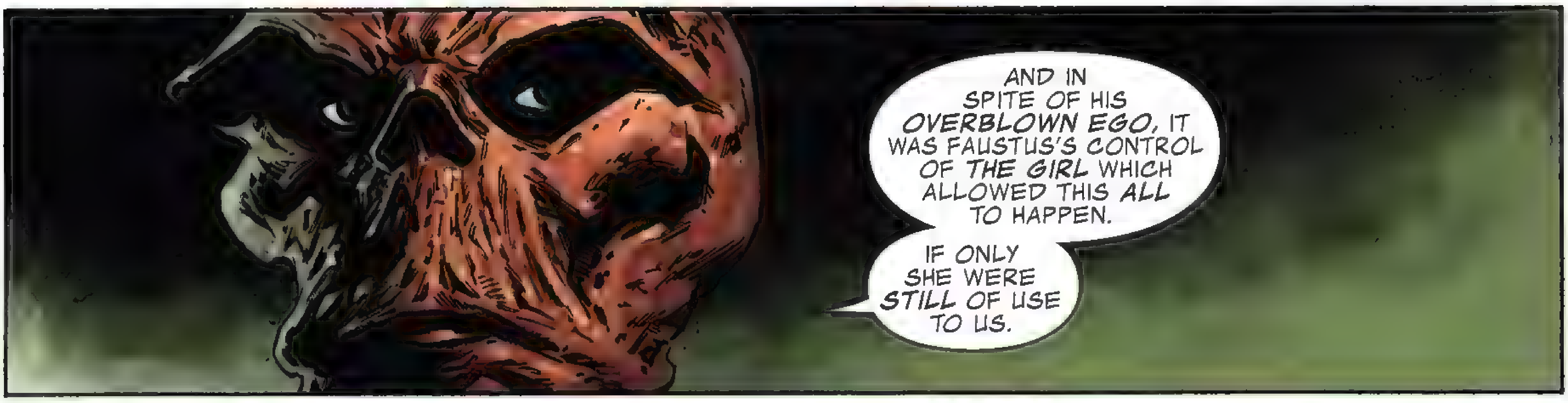

"IT'S THE *A.I.M. TACTICAL SQUAD* CIRCLING ON HIS POSITION."
GREASY'S
SPOON

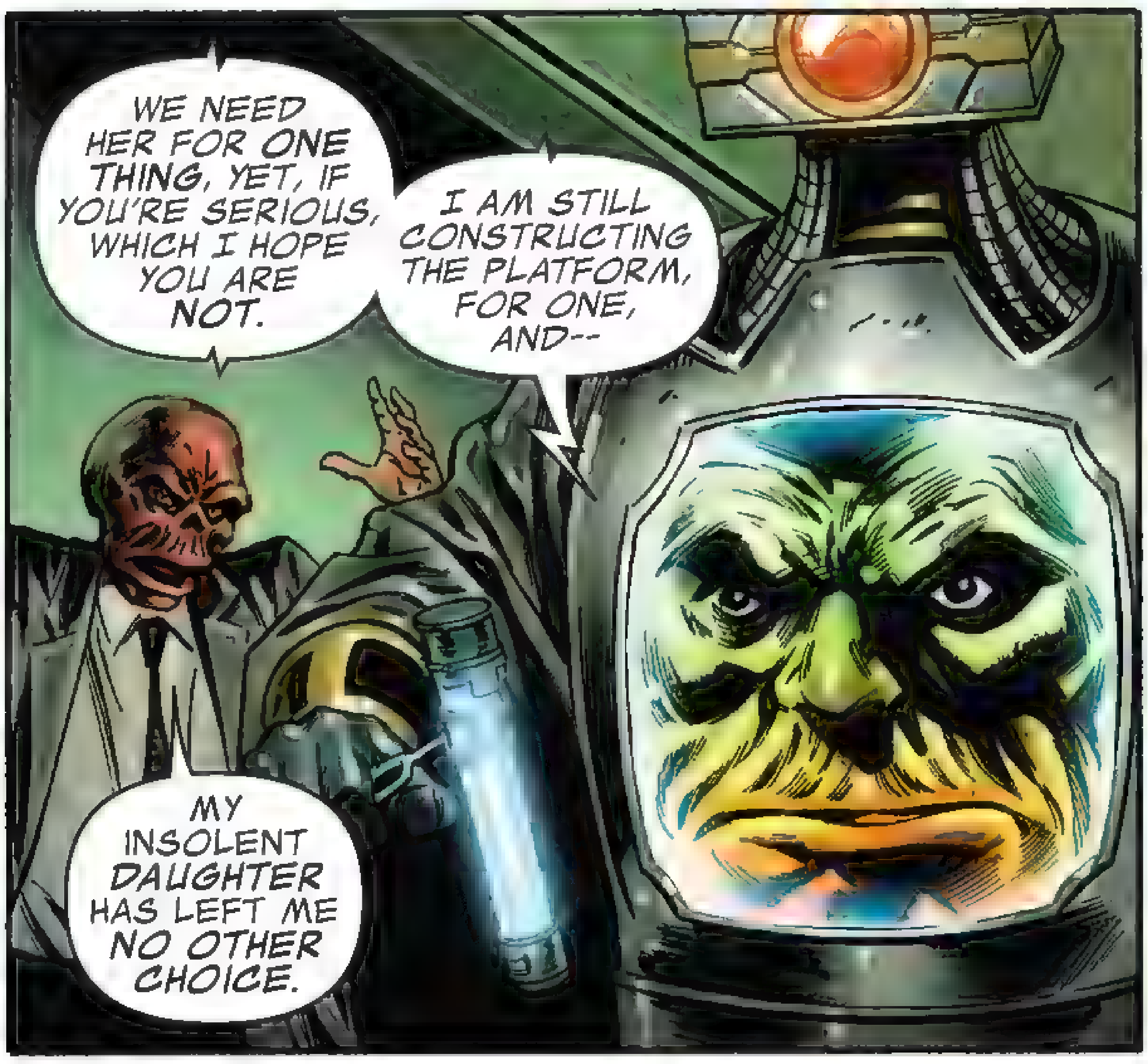
DAMN IT.
WHAT?
YOU KNOW WHAT.
HE'S ON THE RUN.
"HE'S TRYING TO GET *AWAY* FROM THE SKULL AND HIS PEOPLE."
WE SHOULD BE *HELPING* HIM, NOT...
USING HIM?
YEAH... I'M NOT REAL BIG ON THAT.
"I DON'T LIKE IT MUCH, EITHER, BUCK.
EXIT
"BUT THE RED SKULL DOESN'T LEAVE MANY BREAD CRUMBS...

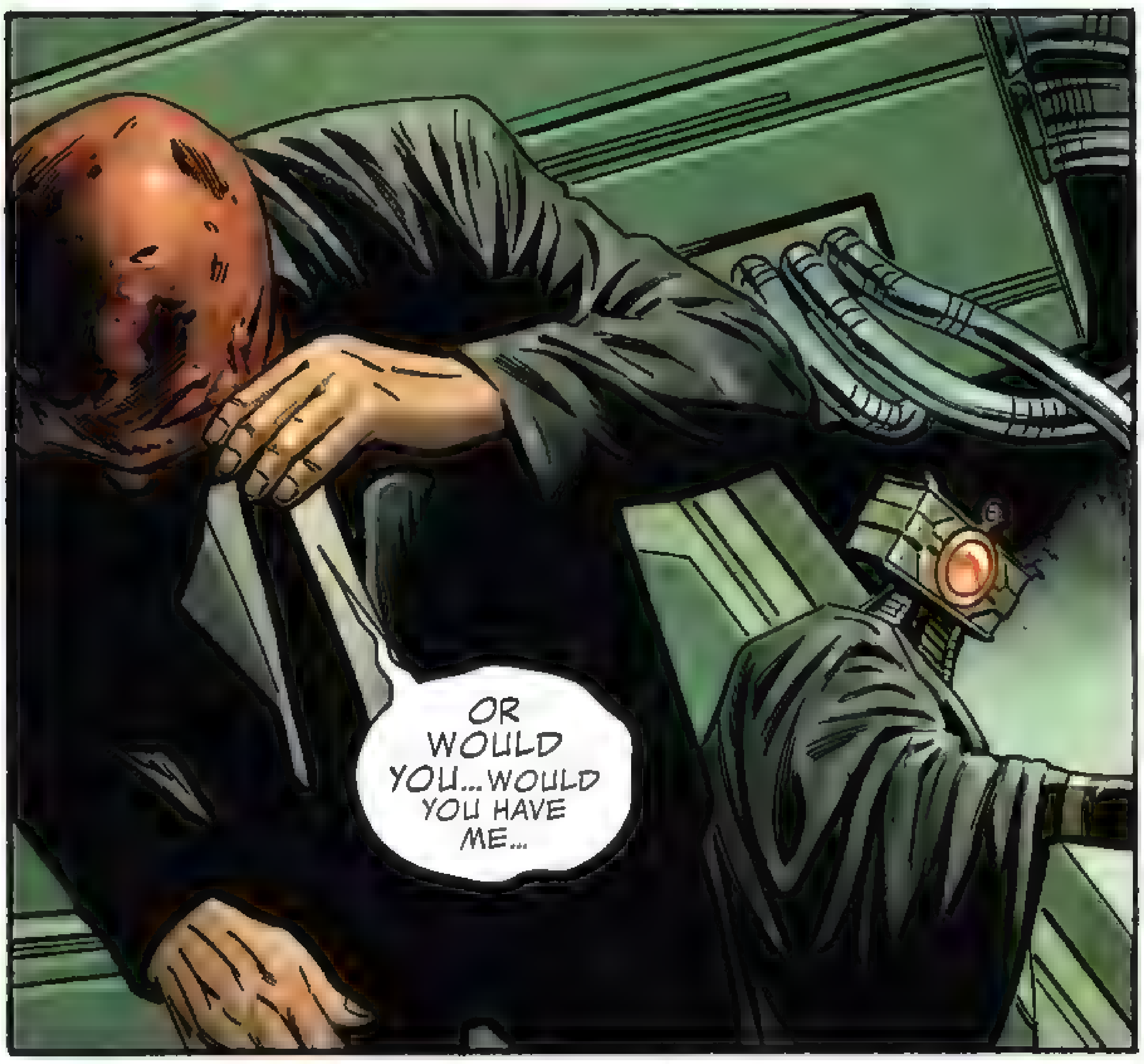
"...AND WE CAN'T AFFORD TO WASTE THE *ONE CHANCE* WE HAVE."
WE'LL TRY TO *SAVE HIM* LATER...BUT I'M WARNING YOU...
"...THIS GUY WAS CRAZY LONG BEFORE DR. FAUSTUS GOT HIS HANDS ON HIM...
"...SO THERE MAY NOT BE MUCH WE CAN DO."
YIEEEEAAAA!
THIS IS A.I.M. FIELD TEAM SEVEN REPORTING IN...
WE HAVE CAPTURED THE FLAG.


GOOD. TRANSPORT HIM TO HOME BASE... STEALTH PROTOCOL.


AND THERE IS ANOTHER OF FAUSTUS'S MISTAKES CLEANED UP, HERR SKULL.
IN THE OLD DAYS, YOU WOULD NOT HAVE STOOD FOR THIS.
WE ARE NOT IN THE OLD DAYS, DOCTOR ZOLA.


AND IN SPITE OF HIS OVERBLOWN EGO, IT WAS FAUSTUS'S CONTROL OF THE GIRL WHICH ALLOWED THIS ALL TO HAPPEN.
IF ONLY SHE WERE STILL OF USE TO US.


WE NEED HER FOR ONE THING, YET, IF YOU'RE SERIOUS, WHICH I HOPE YOU ARE NOT.
I AM STILL CONSTRUCTING THE PLATFORM, FOR ONE, AND--
MY INSOLENT DAUGHTER HAS LEFT ME NO OTHER CHOICE.


OR WOULD YOU...WOULD YOU HAVE ME...

...GAHH... WOULD YOU HAVE *US*...
...STUCK LIKE *THIS* FOREVER?
INDEED, NO, HERR LUKIN... I WOULD NOT.
THEN YOU'LL GET IT *READY*, ZOLA... AND YOU'LL FIX US.
OR YOUR LEADER AND I WILL *BOTH* GO INSANE.
WHICHEVER PART OF DOOM'S *DEVICE* STILL ELUDES YOUR GRASP...FIGURE IT OUT.
AND GET IT DONE *NOW*...
...BEFORE ANYTHING *ELSE* GOES WRONG.

IT'S ALL GONE SO BADLY FOR YOU, MY DEAR... I FEEL AT LEAST PARTLY TO BLAME.
PARTLY?
YOU BROUGHT ME HERE! YOU SON OF A--
HUSH.
CALM YOURSELF.
THAT'S IT... YES...THERE'S STILL A PIECE OF MY AGENT 13 LEFT.
NOW LISTEN...
...YOU'VE LOST YOUR BABY, SHARON, AND THAT'S ANGERED THE SKULL.
I'M SURE IT HAS.
BECAUSE YOU KNEW THEY WERE NEVER GOING TO LET YOU KEEP IT, DIDN'T YOU?
DID YOU INTEND TO DIE AS WELL?
MANY TIMES, DOCTOR... YES.
ANYTHING TO KEEP IT SAFE...AND AWAY FROM HIM.

I SEE... AND RIGHT *YOU ARE.*
I WOULD RATHER SEE ANYTHING I CARED ABOUT *DEAD* THAN IN THE HANDS OF THOSE MADMEN.
YOU'RE TRULY A ***REMARKABLE SPECIMEN,*** AGENT 13... TRULY.
I HOPE THAT YOU MAKE IT THROUGH THE COMING DAYS...
BECAUSE THEY *STILL* NEED YOU... YOU ARE THE *CONSTANT.*
I DON'T UNDERSTAND...
YOU WILL... ALTHOUGH I WON'T BE HERE TO SEE IT.
BUT I LEAVE YOU WITH TWO GIFTS...YOUR S.H.I.E.L.D. *GPS* TRANSMITTER.
AND THIS...
...*FORGET* YOUR GRIEF.
YOU WERE *NEVER* PREGNANT. IT WAS ALL A BAD DREAM.
YOU'LL HAVE ***CONTROL*** OF YOUR MIND AGAIN WHEN I'M GONE...USE IT WISELY.
YOU'LL HAVE TO BE ***STRONG*** TO SURVIVE, SHARON.

The Next Day-- Outside Syracuse, New York
THIS IS *CRAZY,* SAM...
...THERE'S NO WAY A.I.M. HAS AN UNDERGROUND BASE IN *ALBANY...*
IT'S THE STATE *CAPITAL,* FOR CRYIN' OUT LOUD.
NO ONE'S SAYING IT'S AN A.I.M. BASE, JUST THAT'S WHERE THE *BIRDS* SAY THEY TOOK THE FAKE STEVE.
COULD BE SOME **KRONAS** HOLDING...THEY'VE GOT THEIR HOOKS INTO SO MANY POLITICIANS, PROBABLY WANT TO KEEP THEM CLOSE.
COULD FIND OUT REAL QUICK IF YOU'D LET ME CALL S.H.I.E.L.D. IN ON THIS.
NO WAY, SAM...I DON'T WANNA CAUSE NATALIA ANY MORE--

--TROUBLE...
HELLO, BOYS.
I WAS HOPING TO RUN INTO YOU.
NATALIA... WHAT ARE YOU--
HOW DID YOU FIND US? SAM?
NOT *ME*, PARTNER...
WE'RE OPERATING ON A *TIP*, ACTUALLY. FROM A DISGRUNTLED MINION WHO INFORMED US YOU *MIGHT* BE ON THIS TRAIL, TOO.
IT APPEARS THAT THE RED SKULL AND HIS PEOPLE HAVE A BASE IN--
ALBANY... YEAH, WE KNOW.

WELL, WHAT YOU DON'T KNOW IS THAT AGENT 13'S GPS TRANSMITTER WENT LIVE LAST NIGHT...
AND WE'VE BEEN CASING THE FACILITY ALL DAY. IT'S NOT A TRAP.
DISGRUNTLED MINION, HUH?
IT APPEARS DR. FAUSTUS HAS DECIDED TO END THEIR PARTNERSHIP...
WITHOUT INFORMING THE SKULL, OF COURSE.
SO, WHY COME BACK FOR US? I THOUGHT I WAS PERSONA NON GRATA AT S.H.I.E.L.D...
WHAT AREN'T YOU SAYING?
FAUSTUS DIDN'T ONLY GIVE US THE LOCATION OF THE SECRET BASE, JAMES.
HE ALSO REMINDED US SOMETHING ELSE IS HAPPENING IN ALBANY TODAY...
WHAT?
A PART OF THE RED SKULL'S PLAN WHICH CAPTAIN AMERICA IS GOING TO STOP.

I DON'T UNDERSTAND, DOCTOR...
YOU CAN'T JUST... JUST *LEAVE* ME HERE ON MY OWN.
WITHOUT YOUR ADVICE, WITHOUT BEING ABLE TO TALK *TO YOU*...
I'M NOT EVEN SURE I'D BE *RUNNING* RIGHT NOW.
SENATOR, YOU NEED TO RELAX...EVERYTHING WE'VE PLANNED FOR YOU REMAINS THE SAME.
I SIMPLY HAVE TO BE *SOMEWHERE ELSE* NOW.
BUT I'LL SEE YOU AGAIN...
BE *SURE* OF THAT.
BUT... WHAT ABOUT THE *DEBATE* TONIGHT?
I WAS SUPPOSED TO BE THE HERO...
AND YOU STILL WILL BE... NOW REMEMBER, WHEN YOU HEAR THE *FIRST* SHOT...

"...THE MAN ON YOUR LEFT WILL FALL.
--SINCE *ROSS PEROT* THAT AN *INDEPENDENT CANDIDATE* HAS BEEN INVITED TO BE PART OF ANY PRESIDENTIAL DEBATES. AND YET THERE'S --
"THEN YOU WILL DIVE TO SAVE THE MAN ON YOUR RIGHT."
--SENATOR WRIGHT'S POPULARITY IN THE POLLS, THE COMMITTEE HAD LITTLE CHOICE.
AND AS YOU CAN SEE, TURNOUT IS *MASSIVE*. ALREADY THE HALL IS FILLED TO--
DO YOU UNDERSTAND ME, SIN?
OF COURSE, FATHER. I'M NOT AN IDIOT.
THIS IS YOUR CHANCE TO PROVE THAT TO ME.
SENATOR WRIGHT IS TO BE WOUNDED *ONLY*.
UNDERSTOOD, FATHER.
I'VE BEEN *TOLERANT* OF YOU, BUT DON'T DISAPPOINT ME AGAIN, GIRL.

HERR SKULL?
WHAT?
WE HAVE THE SUBJECT. WHAT DO YOU WANT US TO DO WITH HIM, SIR?
AH, GOOD...
PUT HIM IN THE *IMMERSION ROOM*...
...AND SOMEONE INFORM DR. FAUSTUS HIS *PATIENT* HAS RETURNED FOR FURTHER EDUCATION.
YES, SIR.

IS IT DONE THEN, ZOLA?
I BELIEVE SO...
OF COURSE, THERE **IS** NO TEST RUN...
IT EITHER **WORKS** OR IT DOESN'T.
AND THE **OTHER** DEVICE? TO SEPARATE ME FROM LUKIN?
THAT I AM MORE CONFIDENT OF, SINCE I DESIGNED IT WITH MY OWN HANDS.
BAHH... DOOM HAS TOO MUCH **PRIDE** TO DELIVER FAULTY MATERIAL.

IF I'D HAD MORE TIME WITH IT...I COULD HAVE UNRAVELED ITS SECRETS...
ANOTHER TIME, YOU WILL...
...BUT FOR NOW, THE PURPOSE I *ALWAYS* INTENDED IS MORE THAN ENOUGH.
NOW GO, GET THE *GIRL*...
AND NONE OF YOUR UNDERLINGS ARE TO KNOW WHAT WE DO HERE.
OF *COURSE*, HERR SKULL.
SIR...?
WHAT *IS* IT?
IT'S... MAYBE A *PROBLEM*...
WE CAN'T *FIND* DR. FAUSTUS, SIR...

"HE'S NOT IN THE FACILITY... *ANYWHERE.*"
2008 PRESIDENTIAL DE
AND IF YOU'LL ALL PLEASE TAKE YOUR SEATS, WE CAN BRING OUT THE CANDIDATES FOR THIS HISTORIC FIRST PRESIDENTIAL DEBATE OF 2008.
CLAP CLAP CLAP
CLAP CLAP CLAP
...SUCH A WASTE...

AND WHAT OF YOU? HAVE YOU SEEN FAUSTUS, GIRL?
NO, WHY?
NEVER MIND, YOU. JUST MOVE.
WE HAVE NEED OF YOUR PATHETIC FRAME AGAIN.
OW--STOP PULLING.
TNNK
KNNK
WHAT IN THE NAME OF--
BOOOOM!

DEEET DEEET DEEEET DEEET
ALL RIGHT, PEOPLE...LET'S FIND OUR AGENT!
DEEET DEEET DEEEET
BLAM BLAM BLAM
DEEET DEEET DEEEET
IT SEEMS FAUSTUS IS MORE THAN SIMPLY A COWARD...
...HE IS ALSO A TRAITOR...
NO MATTER. THE KRONAS SOLDIERS WILL HOLD THEM OFF... FOR A TIME.
YOU AND I HAVE AN APPOINTMENT WITH DESTINY, GIRL.

McCAIN
AMERICA
WRIGHT
CLAP CLAP CLAP
COLBERT
AND SO CAN YOU!
McCAIN PRESIDENT
CLAP CLAP CLAP
THANK YOU...YES... BUT WHAT THE SENATOR'S RHETORIC FAILS TO GRASP IS--
--THAT CHANGE HAS A PRICE. AND WHO IS IT THAT WILL PAY THAT BILL, I'D ASK HIM?
GAHH... YES, FATHER... UNDERSTOOD, FATHER...
SO WEAK... WEAK...
WEAK LITTLE... LITTLE GIRL...
WELL... THE HELL WITH YOU, FATHER.
I DON'T WANT TO BE HERE.
KRAK

I WANT TO BE WITH SAM AND NATALIA, ON THE HUNT...
WA-RING
I WANT TO BE BASHING THE RED SKULL'S TEETH IN...
NO!
NO WAY!
...AND SAVING STEVE'S GIRL.
GET THE CANDIDATES CLEAR!
I CAN HANDLE THIS!
BUT DAMN IT, NATALIA WAS RIGHT...
WHO THE HELL ARE YOU?!
WHAT DOES IT LOOK LIKE?

...THIS IS WHERE I HAVE TO BE.
I'M CAPTAIN AMERICA!
BLAM
BLAM
BLAM
BLAM

PART SIX

A BROAD DAYLIGHT *ASSASSINATION* ATTEMPT ON THE PRESIDENTIAL CANDIDATES...
SKAASH
WHAT DID HE SAY?
MOVE, LARRY--TIME TO GO.
DESIGNED TO CAST THE RED SKULL'S *SECRET CANDIDATE* AS THE HERO OF THE DAY...
WRECKING PLANS LIKE THESE IS WHAT BEING *CAPTAIN AMERICA* IS ALL ABOUT.
NOOO!
GET HIM! KILL THIS SON OF A @#$%&!
EXIT

THE SKULL'S DAUGHTER IS SLIPPERY...
NYAHH!
KRAKK
...AND HER BACKUP ARE WELL-TRAINED.
BUT THERE'S NO WAY I'M FAILING... NOT TODAY.
BUDDA BUDDA BUDDA
THIS MUST BE HOW STEVE FELT. THIS UNIFORM...IT CARRIES A WEIGHT, BUT IT'S NOT A BURDEN...
BUDDA BUDDA BUDDA

...IT'S A RESPONSIBILITY.
KA-WHAMM
NO...NO... WHAT DID I DO?
ROOF
ONLY
EXIT
FATHER WILL HAVE MY EYES...
HE'LL KILL ME...I HAVE TO...HAVE TO...
...HAVE TO FIX IT... THEN HE'LL SEE...
MOVE! GET THESE CARS ROLLING OUT OF HERE--
GO! GO! GO!
YES...A CONTINGENCY PLAN...
...JUST LIKE YOU TAUGHT ME, FATHER...

And At The Red Skull's Base...
NATASHA-- YOUR TWO O'CLOCK.
KRAK
BZZATT
THANKS, FALCON.
MUST'VE ACTIVATED THE SELF-DESTRUCT SEQUENCE...THIS PLACE AIN'T GONNA HOLD UP MUCH LONGER...
YOU GETTIN' A READING IN ALL THIS MESS?
YEAH... AGENT 13'S GPS SIGNAL IS DOWN HERE...
KA-BOOOM
...LET'S JUST HOPE WE CAN GET TO HER BEFORE THE BOMBS...

THIS WILL HURT, GIRL.
WHAT...?
BZOWW
UHNN--
HELP ME GET HER HOOKED IN.
YES, AND QUICKLY, ZOLA... WE HAVE LITTLE TIME TO SPARE.
THEN PERHAPS IT WOULD HAVE BEEN BEST IF YOU HADN'T DECIDED TO BRING THE ENTIRE COMPLEX DOWN AROUND US.
OLD HABITS, DOCTOR...THEY DIE HARDER THAN I DO.
AND I DON'T INTEND TO BE TRAPPED BY MY ENEMIES...OR IN THIS BODY ANY LONGER...

NOW DO IT, DAMN YOU.
IT HAS ALREADY BEGUN, HERR SKULL.
WHAT...? WAIT. WHAT DID THEY...?
OW. NEEDLES?
OW.
SHE'S WAKING UP ALREADY!
IT DOESN'T MATTER. IT'S ALREADY BEEN LOCKED...
OR UNLOCKED... PERHAPS THAT'S A BETTER WORD.
WHAT ARE THESE MANIACS...NO...
WHAT ARE THEY DOING TO ME NOW?

KA-BOOOM
WHAT ARE YOU PEOPLE DOING?!
LET ME OUT OF HERE!!
YOU CAN'T TREAT ME LIKE THIS!
I'M CAPTAIN AMERICA, DAMN YOU!
I'M
CAPTAIN AMERICA!

WASTING TOO MUCH TIME ON THE UNDERLINGS.
BUT I CAN'T TAKE THE RISK OF ANYONE CONFUSING THEM WITH ACTUAL SECURITY.
AAAHH!
WHERE IS SIN? SHE CAN'T JUST BE RUNNING.
WHAMM
THAT'S WAY TOO EASY...
...AND SHE'S WAY TOO PSYCHO.
AH, ROCKET-PROPELLED GRENADES... AS DEVILISH AS ALWAYS, FATHER...
BUDDY-- MOVE THAT TRUCK!
OR WE'LL MOVE IT FOR YOU-- NOW!
911

WHAT...WHAT IS THIS...?
WHAT AM I SEEING?
SOMETHING ALIVE? WHAT IS...IS IT *GROWING...?*
NO. IT'S NOT... IT'S...
IS THAT MY... IS THAT...
NO.
ZOLA. WHAT IS SHE--

NO!
FRAZZAAATTZZ
GET DOWN!
KA-FRATTTZZ
NO... WHAT DID SHE *DO?*
SHE BROKE THE CONNECTION, WHICH SHORTED-OUT THE DEVICE.
I *COULD* REPAIR IT, BUT THERE'S NO TIME. THEY'LL BE HERE SOON.

STUPID, STUPID WOMAN!
AHH!
PLEASE, HERR SKULL... THERE IS NO TIME FOR THIS...
MY PLANS ARE RUINED, YOU FOOL.
NOT RUINED, MERELY DELAYED FOR A TIME.
I HAVE NO WAY OUT OF THIS, ZOLA... NO WAY OUT OF LUKIN'S HEAD.
THAT ALSO IS NOT QUITE TRUE...
NOW, HURRY!

SHE'S HERE SOMEWHERE, BUCK...JUST FOLLOW YOUR GUT.
EXIT
WHAT DOES SHE WANT? WHAT'S HER AGENDA?
OH GOD... NO.
NO!!
TOO LATE, CAPTAIN ASSHAT.
DEEET

SHE'S NOT HERE, NATASHA. THERE'S NO SIGN OF HER.
HOLD ON... WAIT...
AH, DAMN IT.
A *GPS TRACKER*...BUT NO SHARON CARTER.
SO THEN, WHERE THE HELL *IS* SHE?
HOW LONG WAS I OUT...*FIVE MINUTES?* HAVE TO KEEP MOVING...
MOVE THROUGH THE PAIN...CAN'T LET HIM...
CAN'T LET THE RED SKULL GET AWAY...
...NOT WITH ALL HE'S DONE...

HURRY, WE HAVE NO TIME FOR YOUR--
WAIT A MOMENT. JUST LET ME...
...LET ME GET MY BEARINGS...
THE ENTIRE FACILITY IS IMPLODING. FIND YOUR SENSE OF URGENCY.
I WILL... I JUST...I CAN'T GET OVER IT...
YOU'RE A GENIUS, DOCTOR ZOLA...
YOU OVERSTATE THE OBVIOUS.
HA HA HA!
A GENIUS!
BLAMM

BLAM
BLAM
BLAM
...BUT... BUT...BUT... I WAS...BUT... I...
...
OKAY...GOOD ENOUGH...
...I'M DONE NOW...
OH, I AM AFRAID YOU HAVE NO CONCEPT, GIRL... OF HOW FUTILE... HOW UTTERLY FUTILE...

AAAIIIEEEEEEEE..
SKKRAAAZZZZ
FASCIST FREAK... PSYCHO...
PLEASE TELL ME... YOU...YOU'RE...
...ONE OF...THE GOOD GUYS NOW...
...RIGHT...?

RIGHT--STUPIDEST THING I'VE EVER DONE? NOT QUITE, BUT *CLOSE.*
PHWOOOM
I HOPE STARK WASN'T KIDDING ABOUT THE *IMPACT-RESISTANCE* ON THIS SUIT...
KRA-KOOM
UHNN--

SKAASHH
OKAY... AT LEAST I SURVIVED...
...OW...
...EXACTLY ACCORDING TO MY HALF-ASSED PLAN...
AGENTS-- STAND CLEAR!
ON MY MARK!
...SORT OF.
UH...JUST HOLD ON A...A SECOND...
YELLOW DOG 2, REPORT?

SHOOTER IS DOWN, SIR.
REPEAT... SHOOTER IS DOWN.
ALL RIGHT, PEOPLE... WEAPONS DOWN.
WHAT...? WHAT'RE YOU...?
NICE WORK, CAP...
GOOD SAVE.
HEY, CAP--OVER HERE!
HEY, CAP!
WAY TO GO, CAP! YEAH!
HEY, CAP-- CAN WE GET A STATEMENT?!
--RUN THE CAPTAIN AMERICA BLOG--
--A PICTURE FOR MY WIFE, CAP?!
OVER HERE, CAP-- SMILE!
FOR A SECOND, I REMEMBER WHEN IT USED TO BE LIKE THIS ALL THE TIME. THE SOLDIERS CHEERING ON ME AND STEVE.
AND FOR A SECOND, IT DOESN'T SEEM THAT LONG AGO...

...FOR JUST A SECOND.
SHE STILL BREATHING?
YES. SHE'S TAKEN SOME PUNISHMENT... BUT SHE'S STILL WITH US.
LOOK AT THIS...ARNIM ZOLA AND THE RED SKULL?
SHARON DID ALL THIS?
I WOULDN'T PUT IT PAST HER...SHE'S ALWAYS IMPRESSED ME.
...SAM...?
EASY, SHARON... TAKE IT SLOW...
OH SAM... I DID IT...
I KILLED STEVE...I DIDN'T MEAN TO... BUT...
IT'S OKAY, SHARON...WE KNOW...
THEY WERE CONTROLLING YOU...BUT IT'S ALL OVER NOW... IT'S OVER...
...THE GOOD GUYS WON...

--AND MY PERSONAL PHYSICIAN HAS CONFIRMED IT...
Epilogue One
Two Days Later-- The S.H.I.E.L.D. Helicarrier
...SHARON HAD A MISCARRIAGE A LITTLE OVER A WEEK AGO.
THE SCAR ON HER STOMACH IS FROM THE ATTACK THAT CAUSED THE MISCARRIAGE.
AND SHE DOESN'T REMEMBER? SHE DOESN'T REMEMBER BEING PREGNANT?
IT'S INSANE, BUT...DR. FAUSTUS TURNED ON THE RED SKULL IN THE END...
MAYBE HE THOUGHT HE WAS HELPING HER?
THE QUESTION IS, WHAT HAPPENS NOW? SHE DESERVES TO KNOW...BUT I CAN'T BRING MYSELF TO DO IT.
YEAH, I HEAR YOU. TELL YOU WHAT...
I'M GONNA TAKE CARE OF SHARON FOR A WHILE...I THINK STEVE WOULD WANT THAT.
AND WHEN SHE'S STRONG ENOUGH TO KNOW THE TRUTH...I'LL TELL HER...
...BUT NOT TODAY.

Epilogue Two
--LISTEN TO ME CLOSELY, SENATOR, AND YOU *MAY* SURVIVE WITH YOUR PENSION.
BUT IT'S NOT *FAIR*...I WASN'T *RESPONSIBLE.*
HOW COULD I *KNOW?* HOW--
IF IT WERE *JUST* DOCTOR FAUSTUS *USING YOU*, THAT WOULD BE BAD ENOUGH...
...BUT YOU WERE *DEEP* IN THE POCKET OF *KRONAS* LONG BEFORE THAT, SENATOR WRIGHT...
BUT...I WASN'T...
YOU WERE *RIPE* FOR THE PICKING, IS WHAT YOU WERE.
SO YOU CAN EITHER RESIGN *AND* WITHDRAW FROM THE ELECTION... OR YOU CAN BE PUBLICLY BRANDED A *TRAITOR*...
...FOREVER LINKED TO A CORPORATION THAT WAS FRONTING *DOMESTIC TERRORISM.*
IT'S *YOUR* CHOICE.

--REGRET TO INFORM MY SUPPORTERS THAT I'M *WITHDRAWING* FROM THE PRESIDENTIAL RACE, AND RESIGNING MY SEAT IN THE SENATE.
THE ACTIONS OF MY *SECURITY TEAM*, WORKING UNDER ORDERS FROM--
YOU'RE *GOOD*, NATALIA. DID HE EVEN BLINK?
OF COURSE NOT.
OH, *LOOK*...
CNN
KRONAS CORP. SCANDAL SEN. WRIGHT RESIGNS
11:04 p E
...THEY'RE PLAYING IT AGAIN...
--AND WERE *ALL* SAVED BY THE ACTIONS OF THE *NEW* CAPTAIN AMERICA. OUR OVERNIGHT POLLING SHOWS--
CNN
NEW CAPTAIN AMERICA SAVES PRES. CANDIDATES
11:05 p
UGH...NO MORE...
CLIK
PLEASE, YOU'RE A *STAR*, JAMES...THE PEOPLE *LOVE* YOU...
ENJOY IT WHILE IT *LASTS*...
I'M *TRYING*, BUT...I JUST CAN'T STOP THINKING HOW *CLOSE* HE CAME, THE RED SKULL...
HE ALMOST HAD HIS OWN *PRESIDENT*.

I LIKE THIS...SEEING YOU LIKE THIS.
WHAT? *FRUSTRATED?*
STRUGGLING WITH IT...THIS *CAPTAIN AMERICA* THING.
I DON'T THINK IT'S *EVER* SUPPOSED TO BE *EASY,* JAMES.
NO...STEVE JUST MADE IT *LOOK* THAT WAY.
YOU WILL, TOO...
...SOMEDAY.
IT'S NOT EASY, YOU THINK, BEING CAPTAIN AMERICA...
CHEVROLET
PLAYBILL
JERSEY BOYS
VITÁME VÁS
WELCOME
JVC JVC
ASDAQ
hairspray
IT NEVER WAS, BUT BACK IN YOUR DAY AT LEAST THE WORLD MADE SENSE...
Swatch
NOT LIKE THIS PLACE...SO FAST, SO DECADENT, SO WRONG...
THIS ISN'T *YOUR* AMERICA... BUT IT WILL BE... SOMEDAY...

Epilogue Three
--SOMEDAY YOU WILL SEE, AND THEN YOU WILL FORGIVE ME, MASTER... I AM CERTAIN OF THAT.
THERE WAS SIMPLY NO OTHER CHOICE... NO TIME FOR OPTIONS.
BUT I PROMISE YOU IT IS ONLY TEMPORARY.
I KNOW WE HAVE HAD OUR DIFFERENCES, HERR SKULL...BUT ARNIM ZOLA REMAINS LOYAL TO HIS OATHS, AS ALWAYS...
...AND I SWEAR I WILL BE BACK FOR YOU SOON...AND I WILL FIX THIS.
NO...NO... NO...